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**ARTICLES OF DISSOLUTION  
OF  
POSSIBILITIES UNLIMITED, INC.**

Pursuant to the provisions of K.R.S. 273.313, Possibilities Unlimited, Inc., a Kentucky non-profit corporation ("Corporation"), hereby adopts the following Articles of Dissolution:

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- FIRST:** The name of the Corporation is Possibilities Unlimited, Inc.
- SECOND:** The Corporation has no members and the dissolution of the Corporation, and the execution and filing of these Articles of Dissolution, was authorized by the Board of Trustees by a resolution to dissolve adopted by unanimous written consent of the Board of Trustees dated September 25, 1992, a copy of which is attached hereto as Exhibit A.
- THIRD:** All debts, obligations and liabilities of the Corporation have been paid and discharged.
- FOURTH:** A copy of the Plan of Dissolution, adopted by the Board of Trustees, is attached hereto as Exhibit A.
- FIFTH:** All remaining property and assets of the Corporation have been, or will be, transferred, conveyed or distributed in accordance with the provisions of K.R.S. 273.161 to 273.390.
- SIXTH:** There are no suits pending against the Corporation in any court.

**IN TESTIMONY WHEREOF**, the Corporation has duly caused these Articles of Dissolution to be executed on its behalf by the undersigned duly authorized officer as of the 25th day of September, 1992.

**POSSIBILITIES UNLIMITED, INC.**

By: Barry W. Cochran

Title: Chairman

## EXHIBIT A

### **PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION OF POSSIBILITIES UNLIMITED, INC.**

**THIS PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION** ("Plan") of **Possibilities Unlimited, Inc.**, a Kentucky non-profit corporation (the "Corporation"), is intended to accomplish the complete liquidation of the Corporation in accordance with the Kentucky Business Corporation Act as set forth below:

**1. Board of Trustees Approval of Sale of Assets and Plan of Liquidation.** The Corporation's Board of Trustees has adopted resolutions dated September 25, 1992, recommending that the Corporation sell all of its assets and to transfer or convey the proceeds of such sale to one or more domestic or foreign corporations, societies or organizations engaged in activities substantially similar to those of the Corporation, and that the Corporation thereafter dissolve its corporate existence in accordance with this Plan.

**2. Sale of Assets and Dissolution.** Upon the approval by the Corporation's Board of Trustees of the sale of its assets and this Plan:

**a. Sale of Assets.** The appropriate officers of the Corporation are hereby authorized and empowered to sell all of the assets of the Corporation and to transfer or convey the proceeds of such sale to the Foundation For Drug Free Youth.

**b. Wind Up of Corporation's Affairs.** Following the sale of assets referred to above, the appropriate officers of the Corporation are authorized and directed to proceed, as promptly as possible, to wind up the Corporation's affairs, to collect all receivables of the Corporation and to pay or provide for all proper debts and liabilities of the Corporation. Any assets of the Corporation remaining after paying or providing for all proper debts and liabilities of the Corporation shall be transferred or conveyed to the Foundation For Drug Free Youth.

**3. Actions To Be Taken By Officers Consistent With Plan.** The appropriate officers of the Corporation are further authorized and directed to take all such action and execute, deliver and file all such documents and instruments as may be necessary or appropriate in order to dissolve the Corporation in accordance with the Kentucky Business Corporation Act, including, but not by way of limitation,

the execution and filing with the Secretary of State of Kentucky of Articles of Dissolution pursuant to the Kentucky Business Corporation Act.

4. Amendment or Abandonment of Plan. This Plan of Complete Liquidation and Dissolution may be amended or abandoned at any time upon an affirmative vote of a majority of the Board of Trustees of the Corporation.

**GREENEBAUM  
DOLL & McDONALD**

(A PARTNERSHIP INCLUDING PROFESSIONAL SERVICE CORPORATIONS)  
3300 FIRST NATIONAL TOWER  
LOUISVILLE, KENTUCKY 40202-3197  
TELEPHONE 502/589-4200  
FAX 502/587-3695

**WILLIAM A. PETROUS**  
PARALEGAL  
Direct Dial: 502/587-3687

October 6, 1992

Secretary of State  
P.O. Box 718  
Frankfort, Kentucky 40602-0718

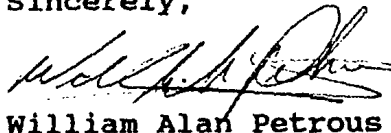
Re: Possibilities Unlimited, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Dissolution for filing on behalf of Possibilities Unlimited, Inc. along with their check in the amount of \$5.00 to cover the filing fees.

If you require any further information, please feel free to contact me.

Sincerely,



William Alan Petrous

WAP/cln

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OFFICE OF STATE  
TREASURER  
COMMONWEALTH OF KY