



COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

SCC744  
(07/07)

ARTICLES OF REVOCATION OF DISSOLUTION  
(Virginia stock corporation)

The undersigned, on behalf of the corporation set forth below, pursuant to Title 13.1, Chapter 9, Article 16 of the Code of Virginia, states as follows:

1. The name of the corporation is \_\_\_\_\_
2. The effective date of the dissolution being revoked was \_\_\_\_\_  
(date)
3. The revocation of dissolution was authorized on \_\_\_\_\_  
(date)
4. **(Complete either A, B or C, below, whichever is applicable.)**

- A. The revocation of dissolution was adopted by unanimous consent of the shareholders. **OR**  
 **Mark this box, if applicable.**
- B. The revocation of dissolution was submitted to the shareholders by the board of directors in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and:  
 **Mark this box, if applicable and complete (1) and (2).**

(1) The designation, number of outstanding shares, and number of votes entitled to be cast by each voting group entitled to vote separately on the revocation of dissolution were:

Designation	Number of outstanding shares	Number of votes
_____	_____	_____
_____	_____	_____

(2) The total number of:

(a) Votes cast for and against the revocation of dissolution by each voting group entitled to vote separately on the revocation of dissolution was:

Voting group	Total votes <b>FOR</b>	Total votes <b>AGAINST</b>
_____	_____	_____
_____	_____	_____

**OR**

(b) Undisputed votes cast for the revocation of dissolution separately by each voting group was:

Voting group	Total number of undisputed votes <b>FOR</b>
_____	_____
_____	_____

(3) And the number cast for the revocation of dissolution by each voting group was sufficient for approval by that voting group.

C. The revocation of dissolution was approved by the board of directors in accordance with the authorization granted by the shareholders incident to their prior authorization of the dissolution.

**Mark this box, if applicable.**

Executed in the name of the corporation by:

_____	_____
(signature)	(date)
_____	_____
(printed name)	(corporate title)
_____	_____
(corporation's SCC ID No.)	(telephone number (optional))

*(The execution must be by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.)*

**PRIVACY ADVISORY:** Information such as social security number, date of birth, maiden name, or financial institution account numbers is NOT required to be included in business entity documents filed with the Office of the Clerk of the Commission. Any information provided on these documents is subject to public viewing.

**SEE INSTRUCTIONS ON THE REVERSE**

Provide a name and mailing address for sending correspondence regarding the filing of this document (if left blank, correspondence will be sent to the registered agent at the registered office):

\_\_\_\_\_

(name)

\_\_\_\_\_

(mailing address)

## INSTRUCTIONS TO FORM SCC744

The articles must be in the English language, typewritten or printed in black, legible and reproducible. The document must be presented on uniformly white, opaque paper, free of visible watermarks and background logos.

You can download this form from our website at [www.scc.virginia.com/clk/formfee.aspx](http://www.scc.virginia.com/clk/formfee.aspx)

The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.

***It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See § 13.1-612 of the Code of Virginia.***

These articles may not be filed with the Commission until all fees and penalties to be collected by the Commission under the Virginia Stock Corporation Act have been paid by or on behalf of the corporation; provided, however, that an assessed annual registration fee does not have to be paid prior to filing if these articles are **filed** with an effective date that is on or before the due date of the annual registration fee payment. See § 13.1-615 of the Code of Virginia.

Submit the original, signed articles to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1<sup>st</sup> Floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$10.00**, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

### NOTE

If shareholder approval is necessary, the vote required by law is MORE THAN 2/3 of all votes entitled to be cast unless the board of directors requires a greater vote or unless the articles of incorporation provide for a greater or lesser vote, but not less than a majority of all votes cast at a meeting at which a quorum exists. See § 13.1-742 of the Code of Virginia.