BAKER, DONELSON, BEARMAN & CALDWELL
A PROFESSIONAL CORPORATION

1800 REPUBLIC CENTRE 633 CHESTNUT STREET

CHATTANOOGA, TENNESSEE 37450-1800

(423) 756-2010 FACSIMILE (423) 756-3447 HUNTSVILLE, TENNESSEE JOHNSON CITY, TENNESSEE KNOXVILLE, TENNESSEE MEMPHIS, TENNESSEE NASHVILLE, TENNESSEE JACKSON, MISSISSIPPI WASHINGTON, D.C.

SUETTA M. MORGAN Direct Dial: (423) 209-4184

April 14, 1998

Secretary of State of Florida Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

RE: Espero Energy Corporation

800002494208--C -04/20/98--01122--013 ******43.75 ******43.75

Dear Sir or Madam:

Please find enclosed for filing with the Secretary of State an Application for Certificate of Withdrawal and a check in the amount of \$43.75 for filing fees which includes a copy of a Certificate of Status. For your convenience in returning evidence of recordation to me, I enclose a self-addressed envelope.

Do not hesitate to contact me should you have any questions.

Very truly yours,

Suetta M. Morgan Legal Assistant

/smm

Enclosures

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| | Espero E | nergy Corporation | | S |
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| l hereby volum | arily surrenders i | its authority to transac | ct business or cond | in the State of Florida uct affairs in Florida. |
| is corporation | revokes the auth | nority of its registered | agent in Florida to | accept service on its |
| salf and appoint | the Department | or State as its agent it | or prince of broce | ss based on a cause of duct affairs in Florida. |
| tion arising du | ing the time it wa | s authorized to datisa | TO OFFITTOR OF SOM | 5401 411110 111 - 1011-11 |
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