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February 10, 1998

Secretary of the State of Florida
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300002432303--9
-02/17/98--01014--003
*****87.50 *****87.50

Re: Withdrawal of Basis Petroleum, Inc.

Dear Sir:

Enclosed is an executed original and one copy of an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida, along with the filing fee of \$87.50.

Please file the Application and return the file stamped copy to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to contact me at (210) 370-2726.

Very truly yours,

Diane Hasenbeck

Enclosures

FILED
98 FEB 17 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 18 1998

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Basis Petroleum, Inc.

(Name of Corporation)

State of Texas

(Incorporated Under Laws Of)

FILED
FEB 17 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

7990 West IH-10

(Mailing Address)

San Antonio, Texas 78230-4715

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

Vice President
Title

Gregory C. King

Typed or printed name

February 11, 1998
Date