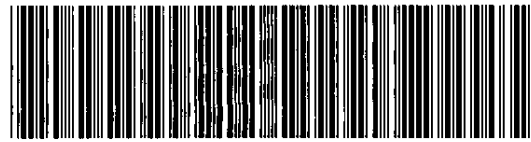


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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Winthrop Venture Management, Inc.

(Name of Corporation)

DOCUMENT NUMBER: F97000005061

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Peter W. Mettler, Esq.

(Name of Person)

(Firm/Company)

140 Royal Palm Way, Suite 201B

(Address)

Palm Beach, FL 33480

(City/State and Zip code)

For further information concerning this matter, please call:

Peter W. Mettler

(Name of Person)

at (561) 832-7600

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

Winthrop Venture Management, Inc.

(Name of Corporation)

F97000005061

(Document Number of Corporation (if known))

Nevada

(Incorporated Under Laws of)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 NOV 12 AM 10:30

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 for the corporation:

318 N. Carson Street, Suite #208

(Mailing Address)

Carson City, NV 89701

(City/ State /Zip)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Earl T. Shannon

(Typed or printed name of person signing)

November 10, 2010

(Date)

President

(Title of person signing)

FILING FEE \$35