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February 24, 2000

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

**RE: Application by Foreign Corporation for Withdrawal of Authority to Transact
Business or Conduct Affairs in Florida**

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-03/01/00--01068--003
*****35.00 *****35.00

Ladies and Gentlemen:

I have enclosed the following:

1. Two originals and one additional copy (should it be necessary) of the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida AntiqueLand of Florida, Inc., a Delaware corporation currently authorized to conduct business in Florida; and
2. A check made payable to the Florida Department of State in the amount of \$35.00, representing the filing fee for this Application.

Please file this Application and please stamp one of the enclosed copies of the Application and return it to the undersigned. Thank you, and please contact the undersigned with any questions regarding this filing.

Sincerely,

Kathryn L. Turpin
Kathryn L. Turpin

KLT
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 AM 11:22

*Withdrawal
KLT
3-10-2000*

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

Antique Land of Florida, Inc.
(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 MAR - 1 AM 11: 22

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.

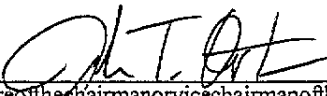
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Antique Land USA, Inc., 5000 Bee Caves Road, Suite 200
(Mailing Address)

Austin, TX 78746

(City/State/Zip)

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


Signature of the chairman or vice chairman of the board,
president, or any officer.

President

John T. Orton

February 20, 2000

Typed or printed name Date