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August 15, 2001

Memorandum to: Florida Department of State

Re: Application by Foreign Limited Liability Company for Withdrawal of
Authority to Transact Business in Florida for ad pepper media USA, LLC

Enclosed please find the above referenced form and a \$25 check from our trust account for filing fees of said form. Kindly send the letter of acknowledgement to my attention at the address listed on this letterhead.

Please feel free to contact us if you have any questions.

Antonella T. Popoff

FILED
01 AUG 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M00-2089
JR

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA**

AD PEPPER MEDIA USA, LLC

(Name of limited liability company)

Delaware

(Jurisdiction of its organization)

This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.

This limited liability company revokes the authority of its registered agent 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 in Florida.

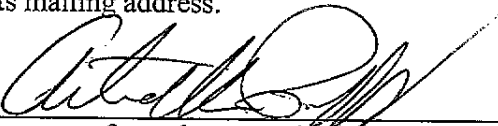
c/o Ruttan & Popoff LLP, 185 Madison Avenue, 8th Floor

(Mailing address)

New York, NY 10016

(City/State/Zip)

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


(Signature of member or authorized representative of a member)

Antonella T. Popoff

(Typed or printed name of signee)

FILED
01 AUG 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$25.00