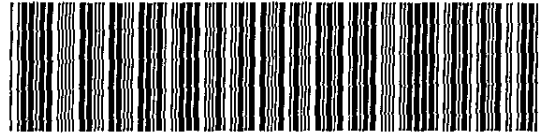


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TALLAHASSEE, FLORIDA



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DALLAS, TX 75244-3942
972-991-4411
1-800-331-9999
FAX 972-991-4730

February 24, 2003

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Dear Sir or Madam:

Please find enclosed the Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for Heritage Advisors, L.L.C. and check # 5183 in the amount of \$ 25.00 for the filing fee.

Send the proof of withdrawal to the following address via Federal Express Standard Overnight (Acct. No. 1263-1135-4):

Attention: Renée Diffily
5001 Spring Valley Rd., Ste. 800E
Dallas, TX 75244

Please contact me at 972-991-0032 or send a fax to 972-991-5140 if there are any questions.

Sincerely,



Renee Diffily

FILED

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Heritage Advisors, L.L.C.

(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.

P.O. Box 247

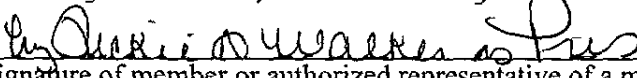
(Mailing address)

Pleasant View, TN 37146

(City/State/Zip)

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

Heritage Advisors, Inc. as Manager


(Signature of member or authorized representative of a member)

Vickie A. Walker as President

(Typed or printed name of signee)

Filing Fee: \$25.00