

P29657

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

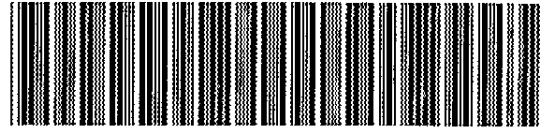
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
11/12/03

ESTABLISHED 1962
Service
MERCHANDISE

October 21, 2003

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

RE: Service Merchandise Co., Inc.
FEIN 62-0816060

Dear Sir or Madam:

Please find the enclosed Application by Foreign Corporation for Withdrawal and the Transmittal Letter. As part of a Chapter 11 Bankruptcy Liquidation we closed all of our retail stores by March 30, 2002. We currently have no locations or employees in your state, nor have we had any since March 2002. We have recently settled outstanding bankruptcy claims with the state. The 2002 tax return, which had been extended, was recently filed with the state. Since any future returns, if required, will be inactive in nature, we are asking that this withdrawal be effective as of December 29, 2002.

Thank you for your assistance in processing this request. If you have additional questions, please contact us at 615-660-3971.

Sincerely,

Kevin Bryant
Kevin Bryant
Acting Tax Manager

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Service Merchandise Co., Inc.
(Name of corporation)

DOCUMENT NUMBER: P 29657

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

Please return all correspondence concerning this matter to the following:

Kevin Bryant
(Name of Person)

Service Merchandise Co., Inc.
(Firm/Company)

7100 Service Merchandise Dr.
(Address)

Brentwood, TN 37027-2927
(City/State and Zip code)

For further information concerning this matter, please call:

Kevin Bryant at (615) 660-3971
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

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

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

Service Merchandise Company, Inc.
(Name of Corporation)

Tennessee

(Incorporated Under Laws Of)

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.

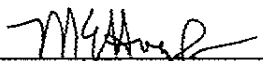
The following is a current mailing address for the corporation:

7100 Service Merchandise Dr.
(Mailing Address)

Brentwood, TN 37027-2927
(City/ State /Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

 CFO Authorized Rep.
Signature of the chairman or vice chairman of the board, Title
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Michael Hogrefe October 24, 2003
Typed or printed name Date