834976

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 269901 4357864

AUTHORIZATION Patricia Piggott

COST LIMIT : $ 35.00

ORDER DATE : February 24, 1997

ORDER TIME : 10:10 AM

ORDER NO. : 269901-010

CUSTOMER NO: 4357864

CUSTOMER: Maryann N. Mcgrath, Legal Asst
At&t
131 Morristown Rd.
Rm. A-2016
Basking Ridge, NJ 079201650

FOREIGN FILINGS

NAME: AT&T RESOURCE MANAGEMENT CORPORATION

97 FEB 25 AM 10:11

XX PROFIT
____ NON-PROFIT

XX CORPORATE
____ LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

N. HENDRICKS FEB 26 1997

CONTACT PERSON: DANIEL LEGGETT

97 FEB 25 AM 10:11

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1997

RESUBMIT
Please give original submission date as file date.

CSC
ATTN. KAREN ROZAR
TALLAHASSEE, FL

SUBJECT: AT&T RESOURCE MANAGEMENT CORPORATION
Ref. Number: 834976

We have received your document for AT&T RESOURCE MANAGEMENT CORPORATION and the authorization to debit your account in the amount of $35.00. However, the document has not been filed and is being returned for the following:

The address given for future mailings is Prentice-Hall Corporation System. Please verify if this is correct because in most cases the corporation lists their corporate address in the home state.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 597A00009931

this is correct

RECEIVED
97 FEB 26 AM 11:28

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

97 FEB 25

AT&T Resource Management Corporation

(Name of Corporation)

New York

(Incorporated Under Laws Of)

On 12/22/95, AT&T Resource Management Corporation merged into AT&T Corp., a NY corp.

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 The Prentice-Hall Corporation System, Inc., 1201 Hays St., Suite 105

(Mailing Address)

Tallahassee, FL 32301

(City/ State /Zip)

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

Signature Title

Robert S. Feit, Assistant Secretary, AT&T Corp. 2/18/97

Typed or printed name Date