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814685
December 15, 2000

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Royal Automotive Group, Inc.

Dear Sir or Madam:

Enclosed please find the original and one photocopy of an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the above-referenced corporation. Also enclosed is a check in the amount of \$52.50 representing your fees for same (\$35 for filing; \$8.75 for certified copy; and \$8.75 for status certificate).

Please file the Application and return to this office the certified copy and status certificate acknowledging same. A return envelope is provided for your convenience.

Feel free to call me (1-800/438-2877) if you have any questions or need any additional information regarding the enclosed.

Yours truly,

Ellen Prescott

Ellen C. Prescott
Legal Assistant

Enclosures

cc: Louis H. Anders, Esq.

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420 North Twentieth Street, Suite 3100
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(205) 251-3000

Montgomery
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201 Monroe Street, Suite 1950
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One Georgia Center
600 West Peachtree Street, Suite 1200
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**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Royal Automotive Group, Inc.
(Name of Corporation)

Delaware
(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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

3010 Columbiana Road
(Mailing Address)

Birmingham, Alabama 35226
(City/ State /Zip)

FILED
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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.

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

PRESIDENT
Title

David Belcher, President
Typed or printed name

DEC 5, 2000
Date