

820693



ACCOUNT NO. : 072100000032

REFERENCE : 838240 4352702

AUTHORIZATION : Patricia T.

COST LIMIT : \$ 87.50

FILED
98 JUN -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal

ORDER DATE : June 1, 1998

ORDER TIME : 9:53 AM

ORDER NO. : 838240-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Susan B. Hecker
Williams Parker Harrison Dietz
200 South Orange Avenue

Sarasota, FL 34236

800002541848--6

FOREIGN FILINGS

NAME: PROFIT COUNSELORS, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

RECEIVED
98 JUN -1 AM 10:34
DIVISION OF CORPORATION

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

FILE FIRST

Pat
6/1/98

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
98 JUN - 1 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name. The name of the Corporation is

Profit Counselors, Inc.

2. State of Incorporation. The Corporation is incorporated under the laws of New York.

This corporation is no longer transacting business within the State of Florida and hereby voluntarily surrenders its authority to transact business in Florida.

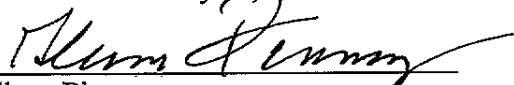
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business in Florida.

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:

2017 Fiesta Drive
Sarasota, Florida 34231

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

The effective date of this Application is the close of business on May 31, 1998.



W. Glenn Pinney
Vice President