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1615 PONDRA STREET
TWENTY-SECOND FLOOR
NEW ORLEANS, LOUISIANA 70112

July 8, 1998

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

Re: Freeport Sulphur Company
Our File: 13850/71121-00

500002586865--9

-07/13/98--01091--012

*****35.00 *****35.00

Dear Processor:

Please file the enclosed Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for Freeport Sulphur Company. A check in the amount of \$35.00 is attached for payment of the filing fee. Please return to me evidence of the filing as soon as possible. If there are any further questions or problems regarding this matter, please call me at (504)582-8708.

Sincerely,

Jamie Wong/mem
Jamie Wong
Legal Assistant

Enclosures

cc: Douglas N. Currault
Dean T. Falgoust
Mina E. Meric
Patrick Morein

FILED
98 JUL 13 PM 5:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
LF 7-16-98

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

Freeport Sulphur Company
(Name of Corporation)
Delaware

(Incorporated Under Laws Of)

FILED
98 JUL 13 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

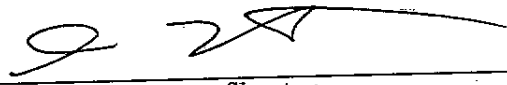
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

1615 Poydras Street - Twenty-Second Floor
(Mailing Address)

New Orleans, Louisiana 70112
(City/ State /Zip)

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

 Vice President
Signature Title
Dean T. Falgoust 7/8/98
Typed or printed name Date