

CT CORPORATION SYSTEM

826984

February 7, 2002

RE: ENVIROSURE MANAGEMENT CORPORATION (DE. DOM.)
Formerly: ENVIROCHEM MANAGEMENT LTD. (DE. DOM.)
POLAR COMMUNICATIONS CORP. (TN. DOM.)
PRODUCT ASSEMBLY, INC. (KS. DOM.)
QUICK PRINT, INC. (MD. DOM.)
SCHRODER WERTHEM, INC.
Formerly: WERTHEIM & CO. INCORPORATED

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

900004912449--9
-02/12/02--01036--026
*****35.00 *****35.00


Dear Sir:

We enclose resignation executed in duplicate, by the agent for service of process for each of the above corporations. Also enclosed are 5 checks in the amount of \$35.00 each to cover the required filing fee.

Please acknowledge receipt by signing and returning the enclosed copy of this letter. For your convenience, we enclose a stamped self-addressed envelope.

Very truly yours,

CT CORPORATION SYSTEM


Theresa Alfieri
Senior Supervisor &
Assistant Secretary

TA/hm
Enclosure

111 Eighth Avenue
New York, NY 10011
Tel. 212 894 8940
Fax 212 590 9180

FILED
02 FEB 12 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Resignation

RESIGNATION OF REGISTERED AGENT

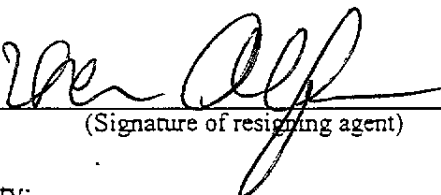
FILED
02 FEB 12 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, C T CORPORATION SYSTEM
(Name of registered agent)

hereby resigns as Registered Agent for WERTHEIM & CO. INCORPORATED
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.
C/O Schroder & Co. Inc. 1633 Broadway New York, NY 10019
Attn: Patrick J. McGannon Senior Vice President Tax Department
The agency is terminated and the office discontinued on the 31st day after the date on which
this statement is filed.


(Signature of resigning agent)

If signing on behalf of an entity:

C T CORPORATION SYSTEM
(Typed or Printed Name)

ASSISTANT SECRETARY
(Capacity)

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314