



THE UNITED STATES
CORPORATION
COMPANY

File

1st

836393

ACCOUNT NO. : 072100000032

REFERENCE : 247406 5047088

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizotti

99 JUN -1 AM 11:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 20, 1999

ORDER TIME : 10:02 AM

ORDER NO. : 247406-080

CUSTOMER NO: 5047088

600002890686-9

CUSTOMER: Mr. Hal Weiss-5047088
R.a.b. Holdings, Inc.
444 Madison Avenue
Suite #601
New York, NY 10022

FOREIGN FILINGS

NAME: MILLBROOK DISTRIBUTION
SERVICES INC.

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

CONTACT PERSON: Jeanine Reynolds

RECEIVED
99 JUN -1 AM 10:38
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1 C. COULLETTE JUN 01 1999

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

MILLBROOK DISTRIBUTION SERVICES INC.

(Name of Corporation)

INDIANA

(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.

444 MADISON AVENUE, SUITE 601

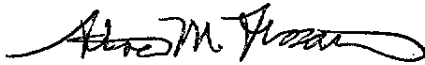
(Mailing Address)

NEW YORK, NY 10022

(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.



Signature

Executive Vice President

Title

STEVEN M. GROSSMAN

Typed or printed name

5/17/99

Date