

837571

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DIVISION OF CORPORATION

12/12/03--01041--017 **35.00

FILED
2003 DEC 12 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. Ouellette DEC 15 2003

CT CORPORATION

December 12, 2003

Department of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5996790 SO
Customer Reference 1:
Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

SGS Control Services Inc. (NY)
Post-Merger Withdrawal/Removal
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Manager Fulfill Ctr
Connie_Bryan@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SGS CONTROL SERVICES INC.
(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

R. Kennedy Bridwell
(Name of Person)

SGS North America Inc.
(Firm/Company)

Meadows Office Complex, 201 Route 17 North
(Address)

Rutherford, New Jersey 07070
(City/State and Zip code)

For further information concerning this matter, please call:

R. Kennedy Bridwell at (201) 935-1500
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

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

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

SGS CONTROL SERVICES INC.

(Name of Corporation)

NEW YORK

(Incorporated Under Laws Of)

FILED
2003 DEC 12 PM 3:22
CLERK 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 for the corporation:

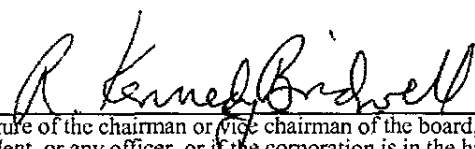
SGS North America Inc., Meadows Office Complex, 201 Route 17 North

(Mailing Address)

Rutherford, New Jersey 07070

(City/ State /Zip)

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


Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Secretary

Title

R. Kennedy Bridwell

Typed or printed name

November 13, 2003

Date