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Aballi
Milne
Kalil &
Garrigó, P.A.
Counsellors at Law

March 31, 1999

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

VIA FEDERAL EXPRESS

Dear Sir or Madam:

Enclosed is an Application by Foreign Corporation for Withdrawal filed by SOPRAL N.V. INC. which has been duly executed by its secretary, Arturo J. Aballi, Jr. Also enclosed is a check in the amount of \$43.75 representing the filing fee and the fee for one certified copy of the Certificate of Withdrawal. Once the Certificate of Withdrawal is ready, please return it in the attached pre-paid Federal Express airway bill.

Should you have any questions regarding the enclosed, please call me at (305) 373-6600. Thank you for your attention to this matter.

Sincerely,

Marlene Danger
Marlene Danger

*WJK
4-9-99
DHS*

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1980 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131
Telephone (305) 373-6600
Fax (305) 373-7929

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

SOPRAL N.V. INC.
(Name of Corporation)

NETHERLANDS ANTILLES
(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.

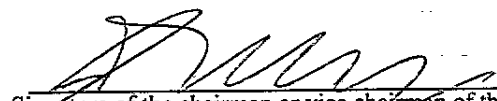
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

c/o Aballi, Milne, etc., 1980 SunTrust Intl. Center, One S.E. Third Ave.
(Mailing Address)

Miami, FL 33131
(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. Secretary
Title

Arturo J. Aballi, Jr.
Typed or printed name

March 30, 1999
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR - 1 PM 1:01

FILED