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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CARL CATO & CONSTRUCTION, 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:

WAYNE TURNER
(Name of Person)

CLAYTON S. PARSONS III, CPA, PA
(Firm/Company)

922 EAST BOULEVARD
(Address)

CHARLOTTE, NC 28203
(City/State and Zip code)

600007765796-7
-09/16/02-01038-028
*****35.00 *****35.00

FILED
02 SEP 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

WAYNE TURNER at (704) 332-4000 ext. 27
(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

withdrawal

T BROWN SEP 23 2002

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

CARL CATOE CONSTRUCTION, INC.
(Name of Corporation)

SOUTH CAROLINA
(Incorporated Under Laws Of)

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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.

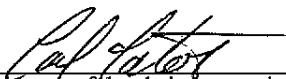
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

1663 KATY LANE
(Mailing Address)

FORT MILL, SC 29708
(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.


Title

CARL CATOE
Typed or printed name

9-13-02
Date