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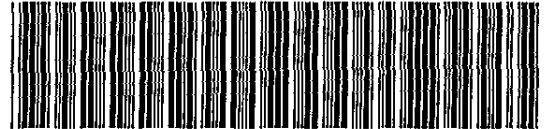
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October 31, 2002

**VIA FEDERAL EXPRESS**

Florida Department of State  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: ebDirect Insurance Services, Inc.

Dear Sir/Madam:

Enclosed for filing please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida and a Transmittal Letter (the "Application") for the above referenced foreign corporation.

Also enclosed is our check in the amount of \$43.75 for your filing and certified copy fees. Please send us a certified copy of the Application in the self addressed envelope provided.

Please telephone if you have any questions regarding the enclosures. Thank you in advance for your assistance with this matter.

Very truly yours,



Michele L. Foster

/mlf

Enclosures

Copy to: Ernest M. Lorimer, Esq.

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

ebDirect Insurance Services, Inc.  
(Name of Corporation)

California  
(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 for the corporation:

ebDirect, C/O Finn Dixon & Herling LLP  
One Landmark Square, Suite 1400  
(Mailing Address)

Stamford, Connecticut 06901  
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in 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 President

William M. Sullivan  
Typed or printed name

7/11/02  
Date

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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