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Corporation Guarantee and Trust Company

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 27 PM 2:08

March 20, 2001

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

200003911432--5
-03/27/01--01026--006
*****43.75 *****43.75

RE: CONGEE COMMUNICATIONS CORPORATION

To Whom It May Concern:

Enclosed is duplicate Application for Certificate of Withdrawal of the above company for filing with your office, together with our \$43.75 check to cover filing and certified copy fees.

Please send your usual acknowledgement and receipt to this office when the filing has been completed, or advise if anything further is required. Thank you.

Cordially yours,



Teresa Magee
Secretary

TM/t
Enclosures

Withdrawal

V. SHEPARD
APR 3 - 2001

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

CONGEE COMMUNICATIONS CORPORATION
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

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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.

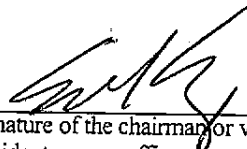
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

1995 West 190th Street, Suite 200
(Mailing Address)

Torrance, CA 90504
(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.

CEO
Title

EDMOND ENG
Typed or printed name

3/14/01
Date