



Wilson Sonsini Goodrich & Rosati
PROFESSIONAL CORPORATION

FOOOOOO4862

July 31, 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG -9 AM 10:58

VIA CERTIFIED MAIL
7000 1670 0009 5141 6454

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

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-08/09/01--01092--002
*****35.00 *****35.00

Re: Telegis Networks, Inc.
Application by Foreign Corporation for Withdrawal of Authority to Transact
Business or Conduct Affairs in Florida

Dear Sir or Madam:

Please find enclosed with this letter an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida prepared on behalf of Telegis Networks, Inc. Also enclosed is a check made payable to the Department of State for \$35.00 for the filing fee.

Please acknowledge receipt and filing of this document by stamping the enclosed duplicate copy and returning it to me in the enclosed envelope provided.

If you have any questions regarding the enclosed, please call me at (650) 461-6081.

Sincerely,

WILSON SONSINI GOODRICH & ROSATI
Professional Corporation

Erika Ng
Corporate Paralegal

Enclosure

cc: Anna Itoi, Esq.
Mark Fleisher, Esq.

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Withdr.
V SHEPARD AUG 20 2001

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

Telegis Networks, Inc.

(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.

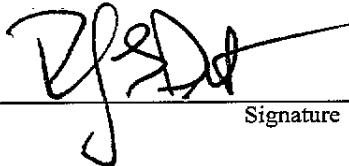
101 Albright Way, Suite D

(Mailing Address)

Los Gatos, CA 95030

(City/ State /Zip)

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



Signature

CEO

Title

Randy L. Ditzler

Typed or printed name

7/19/01

Date