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CLEVELAND

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WASHINGTON, D.C.

June 26, 2001

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

800004452118--7

-06/29/01--01081--002

*****35.00 *****35.00

Re: Withdrawal of Red Tree Real Estate, Inc.

Dear Sir or Madam:

Enclosed please find our Application by Foreign Corporation for Withdrawal (original and one photocopy) with filing fee in the amount of \$35.00 on behalf of Red Tree Real Estate, Inc., a Delaware corporation that was licensed to transact business in Florida on November 17, 2000.

The Company never transacted business in the State of Florida and has yet to commence any business operations.

Would you kindly date-stamp the extra copy of the Application and return it to me in the pre-paid envelope included herewith.

Please do not hesitate to call me if you have any questions.

Very truly yours,

Lisa Falenski
Legal Assistant

With
7-6-01
MS

Enclosures

cc: Michael A. Weiss, Esq.

RECEIVED
TALLAHASSEE, FLORIDA

01 JUN 29 AM 8:59

FILED

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

Red Tree Real Estate, Inc.
(Name of Corporation)

Delaware
(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 Michael Weiss, 58th Floor, USX Tower, 600 Grant Street
(Mailing Address)

Pittsburgh, PA 15219
(City/ State /Zip)

FILED
01 JUN 29 AM 8:59
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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. Title Corporate Secretary

Michael A. Weiss

Typed or printed name

6/25/01
Date