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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*W. J. ...*  
16/7

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** CMSLP Management Company, 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:

Mark Libera

(Name of Person)

CRIIMI MAE Inc.

(Firm/Company)

11200 Rockville Pike, Suite 400

(Address)

Rockville, MD 20852

(City/State and Zip code)

For further information concerning this matter, please call:

Mark Libera

(Name of Person)

at ( 301 ) 255-4750

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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

CMSLP Management Company, Inc.

(Name of Corporation)

(Document Number of Corporation (if known))

Maryland

(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:


c/o CRIIMI MAE Inc., 11200 Rockville Pike, Suite 400

(Mailing Address)

Rockville, MD 20852

(City/ State /Zip)

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

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

MAY 25, 2006  
(Date)

CHARLES SPETKA

(Typed or printed name of person signing)

AUTHORIZED PERSON

(Title of person signing)

**FILING FEE \$35**

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06 MAY 31 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA