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**F02000006179**

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**WITHDRAWAL OF FOREIGN CORPORATION**

**GROSVENOR USA LIMITED INC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 7, 2005

GROSVENOR USA LIMITED INC.  
ONE EMBARCADERO CENTER, STE. 3900  
SAN FRANCISCO, CA 94111

SUBJECT: GROSVENOR USA LIMITED INC.  
REF: F02000006179

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

Grosvenor USA Limited Inc.

(Name of Corporation)

F 02000006179

(Document Number of Corporation (if known))

Nevada

(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:

One Embarcadero Center, Suite 3900

(Mailing Address)

San Francisco, CA 94111

(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)

4/1/05

(Date)

(Typed or printed name of person signing)

(Title of person signing)

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11050000842623

GROSVENOR USA LIMITED,  
a Nevada corporation,

By: *AG*

Name: Andrew B. Galbraith, MRICS

Its: Senior Vice President

By: *Cheri L. Hall*

Name: Cheri L. Hall

Its: Secretary

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