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KRB 5/28

Melanie D. Kamburian
Corporate Paralegal
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May 19, 2003

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

Dear Sir/Madame:

Re: CIE USA Entertainment, Inc.
Document No. F03000000590

On behalf of our client, please file the attached Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for CIE USA Entertainment, Inc. together with the required filing fee of \$35.00 payable to the Florida Department of State. Please return the filing evidence of the above to my attention for our files and records.

Should you have any questions regarding the above, please do not hesitate to contact me directly at (561) 862-4182.

Sincerely,

A handwritten signature in black ink, appearing to read "Melanie D. Kamburian".

Melanie D. Kamburian,
Authorized Representative

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

CIE USA ENTERTAINMENT, INC.

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
03 MAY 22 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

200 W. 57TH STREET, SUITE 403

(Mailing Address)

NEW YORK, NY 10019

(City/ State /Zip)

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

CH Specht
Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Secretary
Title

CAROLYN SPECHT, SECRETARY

Typed or printed name

4/10/03
Date