F08000004414

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SECRETARY OF STATE

APPROVEL AND FILED





January 5, 2010

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

Re:

Payment Alliance GP Company, Inc.

Withdrawal Application

Dear Sir or Madam:

Enclosed for filing in the above referenced matter, please find an original, and one copy of the Cover Letter and Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for one of our subsidiary corporations, Payment Alliance GP Company, Inc. It was a Delaware corporation that was merged into one of our other subsidiaries.

Please file the original and file stamp the additional copy and return the copy to my office in the enclosed, stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Lloyd R/Chatham

Very sincerely yours

Vice-President and General Counsel Rayment Alliance International, Inc.

LRC/IIc Enclosures

200 Briarwood West Drive

Jackson, MS 39206

601.956.1222

COVER LETTER

TO: Amendment Section Division of Corporations
SUBJECT: PAYMENT ALLTANCE GP COMPANY, Inc. (Name of Corporation)
DOCUMENT NUMBER: F0800000 4414
The enclosed withdrawal application and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:
John J. LEEHy, III (Name of Person)
PAYMENT ALLEMES INTERNATIONAL, Tre (Firm/Company)
11857 Common WEATH DR. (Address)
City/State and Zip code)
For further information concerning this matter, please call:
(Name of Person) at (601) 863-2157 (Area Code & Daytime Telephone Number)
MAILING ADDRESS: Amendment Section Amendment Section Division of Company in the

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

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

(Document Number of Corporation (if known)
(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:
11857 Common WEALTH OR. (Mailing Address)
LOUIS UTICE, KY 40299 (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)
To Hw J Life Hy, TII Prest of CEC (Typed or printed name of person signing) FILING FEE \$35
FILING FEE \$35