

INLAND

The Inland Group, Inc.
2901 Butterfield Road
Oak Brook, Illinois 60521
630-218-8000 Fax: 630-218-4900
Law Department

F92000000531

March 20, 1997

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

Re: Inland Real Estate Investment Corporation

Dear Sirs:

Enclosed for filing is an originally executed Application by Foreign Corporation for Withdrawal of Authority to Transact Business in Florida, in duplicate, for the above referenced Delaware Corporation. Also enclosed is a check payable to the Florida Department of State in the amount of \$35.00 as payment of the filing fee.

Please file the enclosed upon receipt and return evidence of the filing to the undersigned's attention. Do not hesitate to contact the undersigned at (630) 218-8000, ext. 4750, should you have any questions.

Sincerely,

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-03/24/97--01138--007
*****35.00 *****35.00

THE INLAND GROUP, INC.

Catharine Masters

Catharine Masters
Assistant Vice President
Law Department

Enclosure
/cam

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 24 AM 10:18

Withdrawal
MAR 25 1997

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 24 AM 10:18

Inland Real Estate Investment Corporation
(Name of Corporation)

State of 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.

Inland Real Estate Investment Corporation, Attn: Law Dept., 2901 Butterfield Rd.
(Mailing Address)

Oak Brook, IL 60521
(City/ State /Zip)

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

INLAND REAL ESTATE INVESTMENT CORPORATION,

By: Roberta S Matlin Sr. Vice President
Signature Title

Roberta S. Matlin March 20, 1997
Typed or printed name Date

After filing, please return to: C. Masters, Law Dept.
The Inland Group, Inc.
2901 Butterfield Rd.
Oak Brook, IL 60521