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June 25, 2001

VIA FEDERAL EXPRESS

Florida Department of State
Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
01 OCT 25 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500004446235--5
-06/26/01--01085--003
*****35.00 *****35.00

Re: **BVT Real Estate Development, Inc.**

Dear Filing Officer:

Withdrawn

Our client, BVT Real Estate Development, Inc., has changed its state of domicile from Tennessee to Georgia. Because of such change, it is necessary to amend its certificate of authority in Florida. Therefore, we have enclosed the following documents for filing with the Division:

1. Application for Amendment to Application for Authorization
2. Certified copy of the Articles of Merger from the Georgia Secretary of State

Also enclosed is this firm's check in the amount of \$35 to cover the filing fee.

Please return evidence of the filing to me in the enclosed postage prepaid return envelope. If you have any questions or comments regarding these documents, please feel free to call me at (615) 252-3525. Your assistance is greatly appreciated.

Very truly yours,

D. Lynn Finley

D. Lynn Finley
Paralegal

enclosures

APR
10/26/01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 3, 2001

BOULT-CUMMINGS-CONNERS-BERRY PLC
% D. LYNN FINLEY
P.O. BOX 198062
NASHVILLE, TN 37219

SUBJECT: BVT REAL ESTATE DEVELOPMENT, INC.
Ref. Number: F93000000104

We have received your document for BVT REAL ESTATE DEVELOPMENT, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Jurisdiction cannot be changed per merger. You will need to do a withdrawal and requalify as a foreign corporation under the correct jurisdiction. The \$35 can be used for the withdrawal. Please return all documents to ANNA CHESNUT--
PERSONAL & CONFIDENTIAL.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Anna Chesnut
Corporate Specialist

Letter Number: 701A00039657

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

BVT Real Estate Development, Inc.

(Name of Corporation)

Tennessee

(Incorporated Under Laws Of)

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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:

3350 Riverwood Parkway, Suite 1500
(Mailing Address)

Atlanta, GA 30318

(City/ State /Zip)

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

Melanie A Bunting
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.

Vice President
Title

Melanie A. Bunting

Typed or printed name

10/22/01

Date