

CT CORPORATION SYSTEM

April 17, 1998

1201 Peachtree Street, NE
Atlanta, GA 30361
Tel. 404 888 7796
Fax 404 888 7795

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: ALLIED, INC. (TX)
Order # 1161714

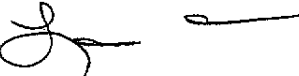
Dear Sir/Madam,

Please file the enclosed forms to WITHDRAW the above corporation in your State. Filing fees are enclosed.

Please return evidence to my attention by mail.

If there are any problems or questions, please call me at 404-888-6488 or 800-241-8922. Thank you for your assistance.

Very truly yours,



Laura Connor
Senior Customer Specialist

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Allied, Inc.

(Name of Corporation)

Texas

(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.

160 Clairemont Avenue, Suite 600

(Mailing Address)

Decatur, Georgia 30030

(City - State - Zip)

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



Signature

April 1, 1998

Date

Michael E. Axelrod

Typed or printed name

Assistant Secretary

Title