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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

WITHDRAWAL OF FOREIGN CORPORATION

GMC SALES CORP.

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Withdrawal
Jm
5/2/04

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

GMC Sales Corp.

(Name of Corporation)

the State of 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 for the corporation:

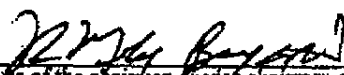
2550 North Loop West, Suite 400

(Mailing Address)

Houston, Texas 77092

(City/ State /Zip)

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

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

R. Mike Bryant
Typed or printed name

4/28/04
Date

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