F93000002228

ACCOUNT NO.   :   072100000032

REFERENCE   :   232852   4382779

AUTHORIZATION   :   *Patricia Pizuto*

COST LIMIT   : $ 35.00

FILED 01 JUL 24 PM 4:18 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ORDER DATE :   July 23, 2001

ORDER TIME :   10:52 AM

ORDER NO.   :   232852-005

CUSTOMER NO: 4382779

400004494284--1

CUSTOMER: Mr. Richard Borovoy
            Ubs Painewebber Inc.
            1285 Avenue Of The Americas
            37th Floor
            New York, NY   10019

FOREIGN FILINGS

NAME: SECOND QUALIFIED PROPERTIES

             INC.

FILV 2nd

XX_____ CORPORATE
_____ LIMITED PARTNERSHIP
_____ LIMITED LIABILITY COMPANY

XXXX WITHDRAWAL/CANCELLATION

RECEIVED 01 JUL 24 PM 12:15 DIVISION OF CORPORATIONS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF STATUS

G. COULLIETTE JUL 2 4 2001

CONTACT PERSON: Sara Lea - EXT# 1114

EXAMINER: _____

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

SECOND QUALIFIED PROPERTIES, INC.
_____
(Name of Corporation)

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.

1000 Harbor Blvd.
_____
(Mailing Address)

Weehawken, NJ 07086
_____
(City/ State /Zip)

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

_____ Secretary
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Geraldine L. Banyai   7-17-01
_____ _____
        Typed or printed name   Date