

F93000002242

Ranieri & Co., Inc.

50 Charles Lindbergh Boulevard, Suite 500, Uniondale, New York 11553, Telephone: 516-745-6644, Facsimile: 516-745-6787/6788

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-11/03/97--01122--003
*****52.50 *****52.50

October 29, 1997

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Please find enclosed an application for the withdrawal of HCC Real Estate XXXVII, Inc., a Delaware corporation, as well as a check for \$ 52.50 to cover the state's filing fee.

If you require further information, please contact me at (516)745-6644 ext. 133.

Sincerely,



Laura McCabe Brandt, Esq.

Encs.(3)
stlfee.lmb

FILED
97 NOV -3 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. Hdr

TEL NOV 6 1997

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

HCC Real Estate XXXVIII Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
NOV - 3 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

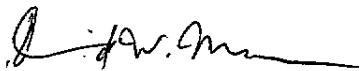
c/o Ranieri & Co., Inc., 50 Charles Lindbergh Blvd., Suite 500

(Mailing Address)

Uniondale, New York 11553 - Attn: Laura McCabe Brandt, Esq.

(City/State/Zip)

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



Signature

Vice President

Title

David W. Marcus

Typed or printed name

October 6, 1997

Date