

CT CORPORATION SYSTEM

F93000002973

111 Eighth Avenue
New York, NY 10011
Tel. 212-894-8940
Fax 212-590-9180

November 17, 1999

RE: FM HOTEL COMPANY, INC.
SHOALS ASSOCIATES, LTD.

(TN.DOM.)
(FL.DOM.)

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

200003051592--6
-11/22/99--01125--010
*****87.50 *****87.50

Dear Sir:

We enclose resignation executed in duplicate, by the agent for service of process for the above corporations. Also enclosed are 2 checks in the amount of \$87.50 to cover the required filing fee.

Please acknowledge receipt by signing and returning the enclosed copy of this letter. For your convenience, we enclose a stamped self-addressed envelope.

Very truly yours,

CT CORPORATION SYSTEM

Theresa Alfieri
Senior Supervisor

TA: lk
enclosure

FILED
99 NOV 26 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OK RHP
11-26-99
200



Florida Department of State, Jim Smith, Secretary of State

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2) or 607.1509, Florida Statutes, the

undersigned, C T CORPORATION SYSTEM hereby resigns as

(name of registered agent)

Registered Agent for FM HOTEL COMPANY, INC.

(name of corporation)

ORGANIZED UNDER THE LAWS OF THE STATE OF TENNESSEE

A copy of this resignation was mailed to the above listed corporation at its last known address.

c/o Cooper Companies
1407 Union Ave., Suite 400
Memphis, Tn. 38104

Att: Laurie Cooper

The agency is terminated and the office discontinued on the 31st day after the date on which the statement was filed.

FILED
99 NOV 23 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SIGNATURE
ASSISTANT SECRETARY

FEE FOR FILING THIS DOCUMENT:

\$87.50-Active Corporation

\$35.00-Administratively Dissolved Corporation