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June 22, 2000

DEBIT MEMO ANNUAL REPORT
DISSOLUTION NOTICE

ANNUAL REPORT: STILLWATER
CAPITAL, CORP.

DEBIT MEMO: 02991-Q

CHECK# 1094



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 2000

STILLWATER CAPITAL CORP.
1412 BROADWAY
SUITE 718
NEW YORK, NY 10018

SUBJECT: STILLWATER CAPITAL CORP.

DOCUMENT NUMBER: F93000003908
Debit Memo: 02991-Q

Enclosed is a Certificate of Revocation revoking the authority of STILLWATER CAPITAL CORP., to transact business in Florida. This revocation is in accordance with Chapter 620, Florida Statutes.

If you have any questions concerning the enclosed information or regarding the reinstatement, please contact the Registration Section, Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314 (850) 487-6051.

State of Florida



Department of State

CERTIFICATE OF REVOCATION

The requirements of section 607.1531 or 617.1531, Florida Statutes, requiring 60 days notice of our proposed revocation of the certificate of authority of a foreign corporation authorized to transact business in Florida, have been met for STILLWATER CAPITAL CORP., a Delaware corporation. The certificate of authority of this corporation is hereby revoked as of June 22, 2000 for failure to file the required annual report(s), as required by law.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-second day of June, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State