

F93000004778

MCINTYRE, KAHN, KRUSE & GILLOMBARDO

A Legal Professional Association

Attorneys at Law

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1301 East 9th Street

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December 29, 2000

VIA FEDERAL EXPRESS MAIL

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: *Gropal USA, Inc.*
Charter No. 2235066
Our File No. 1210-E

FILED
01 FEB -2 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Please find enclosed for filing the original and one (1) copy of the Articles of Dissolution for the above-referenced company. Also enclosed is our firm's check for \$35.00 for the filing fee. Please file the Articles in your usual manner and return a file-stamped copy to my office in the self-addressed stamped envelope provided.

Please feel free to contact me if you have any questions or need anything further. Thank you for your assistance in this matter.

Very truly yours,

George V. Pilat
George V. Pilat

GVP/edj
Enclosure

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*****35.00 *****35.00

withdr

T. LEWIS FEB 5 2001

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Suite 1200
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1301 East 9th Street
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January 29, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

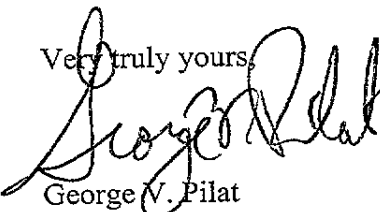
Re: *Gropal USA, Inc.*
Charter No. 2235066
Ref. No.: F93000004778
Our File No. 1210-E

Dear Sir/Madam:

Please find enclosed for filing the original and one (1) copy of the Application By Foreign Corporation For Withdrawal Of Authority To Transact Business Or Conduct Affairs In Florida for the above-referenced company. Also enclosed is a copy of your January 10, 2001, letter regarding our prior filing; our firm's check for \$35.00 for the filing fee has already been presented. Please file the Application in your usual manner and return a file-stamped copy to my office in the self-addressed stamped envelope provided.

Please feel free to contact me if you have any questions or need anything further. Thank you for your assistance in this matter.

Very truly yours,



George V. Pilat

GVP/edj
Enclosure



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 10, 2001

GEORGE V. PILAT, ESQ.
MCINTYRE, KAHN, KRUSE & GILLIMBARDO
1301 EAST 9TH STREET, SUITE 1200
CLEVELAND, OH 44114

SUBJECT: GROPAL USA, INC.
Ref. Number: F93000004778

We have received your document for GROPAL USA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Our records show the above entity is a foreign corporation organized under the laws of the State of Delaware. The attached Withdrawal Application must be completed and returned to this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 101A00001541

EC
FEB -2 9:17
DIVISION OF CORPORATIONS

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

GROPAL USA, INC.

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
01 FEB -2 PM 2:55
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.

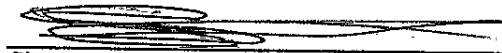
c/o AVON E.B. VERDUYN 3284 Chadbourne

(Mailing Address)

Shaker Heights, Ohio 44120

(City/ State /Zip)

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



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

Vice-President and Director

Title

Avon E.B. Verduyn

Typed or printed name

1/23/01
Date