

F93000005845

HPSC FUNDING CORP 1

C/O Tax Department
60 State St Ste 3520
Boston, MA 02109-1803
Tel 617-720-7231 Fax 617-723-3813

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -9 AM 11:09

October 4, 2000

FL DEPARTMENT OF STATE
CORPORATIONS DIVISION
P O BOX 6327
TALLAHASSEE FL 32314

200003419452--0
-10/09/00--01088--016
*****87.50 *****43.75

Re: HPSC FUNDING CORP 1
EIN: 04-3212153

Business ID: F93000005845

Dear Sir or Madam:

Please find enclosed an Application for Certificate of Withdrawal for the above corporation.

A check in payment of the amount due (if any) is also enclosed: \$87.50.

If additional information is needed, please let us know.

Please acknowledge receipt of the enclosures on the duplicate copy of this letter and return in the envelope provided. Thank you.

Sincerely,

Richard Kenney
Asst. Secretary

Encl.

Withdraw.

V. SHEPARD OCT 17 2000

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

HPSC FUNDING CORP. I

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -9 AM 11:09

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.

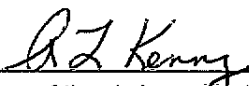
HPSC INC C/O TAX DEPT, 60 STATE ST STE 3520,

(Mailing Address)

BOSTON, MA 02109-1803

(City/State/Zip)

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



ASST SECRETARY

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

Title

RICHARD KENNEY

Typed or printed name

OCTOBER 2, 2000

Date