

F94000000504



ACCOUNT NO. : 072100000032

REFERENCE : 733211 4800258

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 35.00

FILED
00 JUN 16 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 15, 2000

ORDER TIME : 10:39 AM

ORDER NO. : 733211-010

800003293888--0

CUSTOMER NO: 4800258

CUSTOMER: Adele R. Wailand, Esq
Case, Pomeroy & Company, Inc.
529 Fifth Avenue
Suite 1600
New York, NY 10017

FOREIGN FILINGS

NAME: SOUTH PASS CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
00 JUN 16 11:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

06-16-00
CC

CONTACT PERSON: Janine Lazzarini

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

South Pass Corporation

(Name of Corporation)

State of Delaware

(Incorporated Under Laws Of)

FILED
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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 Connterre Corporation, 529 Fifth Avenue, Suite 1600

(Mailing Address)

New York, NY 10017-4608 Att.: General Counsel

(City/ State /Zip)

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

Adele R. Waitland

Secretary

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

Title

Adele R. Waitland

Typed or printed name

6/14/00

Date