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December 24, 1997

Edgar A. Harcourt 1927-1990
Frances B. Bernstein 1932-1989

VIA FEDERAL EXPRESS

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

Attn: Amendments

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of Counsel
Riccardo Gori-Montanelli *
David A. Borwinik
Francesca Scorsone
Daphne E. Telfeyan
Charles Eogen

Re: Skalli-Fortant de France, Inc.
Our file no. 10456.000

Resident in Italy
Bruno R. Pavia

Dear Sir or Madam:

* Also Member of Paris Bar
° Also Member of Massachusetts Bar
* Member of Pennsylvania Bar Only
* Member of D.C. Bar Only

We represent the above-referenced corporation which was organized pursuant to the laws of the State of New York and which is qualified to do business in the State of Florida. At this time, our client wishes to withdraw from Florida. Accordingly, we enclose herewith for filing an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida.

Attached is our firm's check in the amount of \$87.50, representing the \$35.00 filing fee plus the \$52.50 certified copy fee.

Thank you for processing the application as promptly as possible and for keeping us apprised of the status.

Very truly yours,

Barbie Knehans
Barbie Knehans
Legal Assistant

/BK
Encl.

*Completed
Index
2 pages*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Skalli - Fortant de France, Inc.
(Name of Corporation)

New York
(Incorporated Under Laws Of)

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.

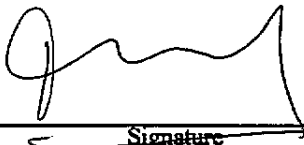
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

Pavia & Harcourt, Attn: Francois-Gabriel Perreux, 600 Madison Avenue,
(Mailing Address)

New York, New York 10022
(City/ State /Zip)

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



Signature

Secretary
Title

Francois-Gabriel Perreux
Typed or printed name

12/24/97
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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