



THE UNITED STATES  
CORPORATION  
COMPANY

F94000001168

RECEIVED  
90 NOV - 14 AM 11:29  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032  
REFERENCE : 983149 7166305  
AUTHORIZATION : Patricia Pigato  
COST LIMIT : \$ 35.00

ORDER DATE : October 2, 1998  
ORDER TIME : 9:32 AM  
ORDER NO. : 983149-010  
CUSTOMER NO: 7166305  
CUSTOMER: David Carlson, President  
Ilm Holding, Inc.  
28 State Street, Suite 1100  
Boston, MA 02109

FILED  
98 NOV - 5 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

100002680051--5

NAME: ILM PALMS HOLDING, INC.

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  
99 NOV - 5 AM 9:26  
DIVISION OF CORPORATION

CONTACT PERSON: Christopher Smith

FILE 2ND

See 1/5

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

ILM Palms Holding, Inc.  
(Name of Corporation)

Commonwealth of Virginia  
(Incorporated Under Laws Of)

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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.

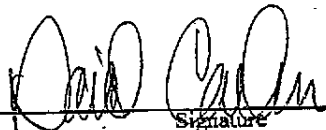
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

28 State Street, Suite 1100  
(Mailing Address)

Boston, MA 02109  
(City/ State /Zip)

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

  
Signature

President  
Title

David Carlson

Typed or printed name

October , 1998

Date