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PLEASE REPLY TO:

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OUR FILE #

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BUSINESS LITIGATION LAW

7158/12201

July 21, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Clevelandian Limited Incorporated

Dear Sir:

Enclosed is an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the above-referenced corporation. It would be appreciated if you would file this. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance. If you have any questions regarding this filing, please do not hesitate to contact me.

Yours truly,

HARPER, KYNES, GELLER,
WATSON & BUFORD, P.A.


JACK J. GELLER

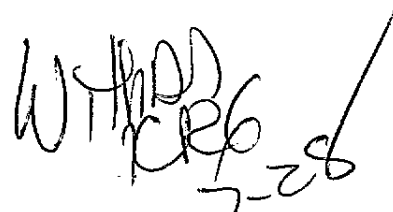
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Enclosure

cc: Clevelandian Limited Incorporated

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FILED
99 JUL 26 PM 1:08
TALLAHASSEE, FLORIDA
80000294-001
-07/26/99-001
*****35.00 *****35.00

FILED
99 JUL 26 PM 1:05
RY OF STATE
SECRET FLORIDA



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

CLEVELANDIAN LIMITED INCORPORATED
(Name of Corporation)

Incorporated Under Laws of England _____

FILED
99 JUL 26 PM 1:05
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.

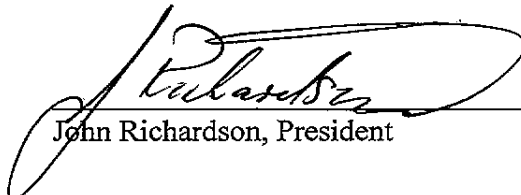
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

1501 Gulf Boulevard
Apartment 204
Clearwater, FL 33767

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

Dated July 16 th, 1999.


John Richardson, President