

CT CORPORATION SYSTEM

F940000002492

454 Northwest Mallway
Bank Building
Minneapolis, MN 55401
Tel 612-333-4000
Fax 612-333-4000

January 29, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-33,04,51--1106--001
*****33.00 *****33.00

Re: MetraHealth Care Management Corporation
Order #: 765245

Gentlemen:

As requested by counsel, we enclose for filing
Application for Withdrawal on behalf of this corporation,
together with funds in payment of the required fees.
This document should be filed in a routine manner.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing
cannot be effected promptly, please notify this office of
the details by calling our toll-free number: 1-800-626-
1773.

Very truly yours,

Mike O'Donnell
Associate Customer Specialist

MWO

Enclosure(s)

SH 2/7
Withdrawal.

FILED
TALLAHASSEE, FLORIDA

97 FEB -3 PM 1:45

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

MetraHealth Care Management Corporation

(Name of Corporation)

Delaware

(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.

300 Opus Center, 9900 Bren Road East

(Mailing Address)

Minnetonka, MN 55343

(City - State - Zip)

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


Signature

Brigid M. Spicola

Typed or printed name

Secretary

Title

January 21, 1997

Date

FILED
JAN 23 1997
TALLAHASSEE, FLORIDA

7 FEB -3 PM 1:45