

F94000002609

(Requestor's Name)

(Address)

(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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C. Coulllette MAR 18 2004

CT CORPORATION SYSTEM

660 East Jefferson Street
Tallahassee, FL 32301 March 18, 2004
Tel. 850 222 1092
Fax 850 222 7615

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

Re: Order #: 6060733 SO
Customer Reference 1: 99589848
Customer Reference 2: n/a

Dear Secretary of State, Florida:

Please file the attached:

Capital Associates Acquisition, Inc. (DE)
Withdrawal
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

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

Capital Associates Acquisition, Inc.

(Name of Corporation)

(Document Number of Corporation (if known))

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 for the corporation:

1201 N. Clark Street, Suite 300

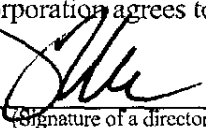
(Mailing Address)

Chicago, IL 60610

(City/ State /Zip)

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TALLAHASSEE, FLORIDA

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


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

February 25, 2004

(Date)

Scott Kupferberg

(Typed or printed name of person signing)

Executive Vice President

(Title of person signing)

FILING FEE \$35