

F94000005668

CT CORPORATION SYSTEM

811 Dallas Avenue February 12, 1998
Houston, TX 77002
Tel. 713 658 9486
Fax 713 759 1950

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

100002433311--3
-02/17/98--01098--004
*****35.00 *****35.00

Re: **ODYSSEY RESOURCE MANAGEMENT III, INC.**
Order #: 1153915

Counsel: Legal Department

Gentlemen:

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

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: **1-800-324-0754**.


Very truly yours,


Stephanie Chandler
Customer Specialist

sc

Enclosure(s)

Special Instructions:

FILED
98 FEB 17 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


71 FEB 12 1998

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

Odyssey Resource Management III, Inc.

(Name of Corporation)

Texas

(Incorporated Under Laws Of)

FILED
98 FEB 17 PM 4:35
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.

204 North Ector

(Mailing Address)

Eules, Texas 76039

(City - State - Zip)

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



Signature

February 6, 1998

Date

Michael D. Wilkins, President

Typed or printed name

President

Title