



International Learning Systems
of North America, Inc.

F94000004043

December 14, 2000

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

100003504141--C
-12/18/00--01102--015
*****52.50 *****2.50

Re: Withdrawal of International Learning Systems of North America, Inc.
Application By Foreign Corporation For Withdrawal (attached)

To Whom It May Concern:

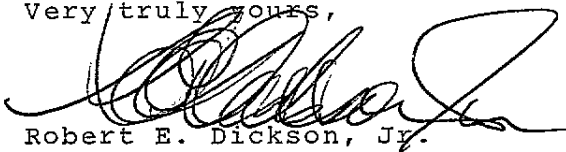
Enclosed is our check for \$52.50 which represents the
Filing Fee (\$35.00), the fee for a Certified Copy (\$8.75) and the
fee for a Certificate of Status (\$8.75).

Our company is no longer in business and is currently
dissolving.

Please forward all correspondence to Robert E. Dickson, Jr.,
1452 Briargrove Way, Oldsmar, FL 34677 and the telephone number
there is (813) 891-6600.

Thank you for your assistance with this and call me with any
questions.

Very truly yours,


Robert E. Dickson, Jr.
Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 18 PM 3:01

FILED

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maurice

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

International Learning Systems of North America, Inc.
(Name of Corporation)

Virginia
(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.

% Robert E. Dickson, Jr., 1452 Briargrove Way
(Mailing Address)

Oldsmar, FL 34677
(City/ State /Zip)

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

[Signature] Vice President
Signature of the chairman or vice chairman of the board, Title
president, or any officer.
Robert E. Dickson, Jr. 12-14-00
Typed or printed name Date

FILED
00 DEC 18 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA