

LAW OFFICES  
WOLF, BLOCK, SCHORR AND SOLIS-COHEN LLP

TWELFTH FLOOR PACKARD BUILDING  
111 SOUTH 15TH STREET  
PHILADELPHIA, PA 19102-2678

(215) 977-2000  
FACSIMILE: (215) 977-2334

BONNIE S. SANDER  
DIRECT DIAL: (215) 977-2543  
FACSIMILE: (215) 977-2740  
E-MAIL: BSANDER@WOLFBLOCK.COM

F95000000068

December 18, 1998

**VIA FEDERAL EXPRESS**

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

400002717454-5  
-12/21/98-01055-008

\*\*\*\*\*87.50 \*\*\*\*\*43.75

RE: Orlando Two RPF III Realty Corp.

Dear Sir/Madam:

Attached hereto for filing with your office, please find in duplicate an "Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida" duly executed.

Also attached please find my firm's check in the amount of \$87.50 representing the \$35.00 filing fee and \$52.50 certified copy fee.

Upon filing, please issue a certified copy and return to my attention in the enclosed Federal Express package.

If you have any questions, please contact me at the above number.

Thank you.

With  
1-6-99  
BSS

Very truly yours,

*Bonnie S. Sander*

Bonnie S. Sander  
Manager  
Corporate Services Department

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC 21 AM 11:24

FILED

BSS/  
Enclosure

DSA:206333.1

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

ORLANDO TWO RPF III REALTY CORP.

(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.

c/o GE Investments, 3003 Summer Street

(Mailing Address)

Stamford, CT 06904

(City/State/Zip)

FILED  
98 DEC 21 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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



Signature

Executive Vice President & Secretary

Title

Michael J. Strone

Typed or printed name

12/10/98

Date