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June 27, 2001

VIA UPS NEXT DAY AIR

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: 15-Plus Holding Company

100004450341--4
-06/28/01--01097--002
*****43.75 *****43.75

Dear Sir or Madam:

I am submitting for filing the original executed Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for 15-Plus Holding Company. A check for \$43.75 is enclosed in payment of the State's \$35.00 filing fee, plus \$8.75 for a certified copy of the filing. Once the application has been processed, please return the certified copy to me in the self-addressed-stamped envelope provided.

Thank you for your attention to this matter. Please call me at 213-621-9421 if you have any questions or require additional information.

Very truly yours,

Susanna M. Zubia
Susanna M. Zubia
Paralegal

FILED
01 JUN 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

cc (w/encls.): Armen F. Papazian, Esq.
Todd Evan Stark, Esq.

CHICAGO BERLIN CHARLOTTE COLOGNE HOUSTON LONDON LOS ANGELES NEW YORK WASHINGTON
INDEPENDENT MEXICO CITY CORRESPONDENT: JAUREGUI, NAVARETTE, NADER Y ROJAS
INDEPENDENT PARIS CORRESPONDENT: LAMBERT & LEE

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withdraw

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

15-Plus Holding Company
(Name of Corporation)

California
(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.

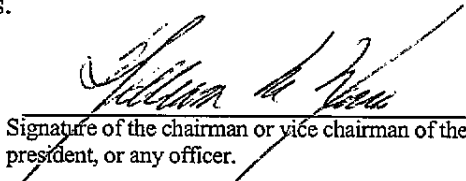
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

865 South Figueroa Street, Suite 3500
(Mailing Address)

Los Angeles, CA 90017
(City/ State /Zip)

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


Signature of the chairman or vice chairman of the board,
president, or any officer.

Director
Title

William M. Harris

Typed or printed name

5/14/01
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 28 AM 10:14

FILED