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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L. M. SANDLER & SONS, INC.

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: L.M. Sandler & Sons, Inc.
(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Nathan D. Benson
(Name of Person)

L.M. Sandler & Sons, Inc.
(Firm/Company)

448 Viking Drive, Suite 220
(Address)

Virginia Beach, VA 23452
(City/State and Zip code)

For further information concerning this matter, please call:

Deborah Didawick at (757) 463-5000 ext. 334
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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

L.M. Sandler & Sons, Inc.

(Name of Corporation)

(Document Number of Corporation (if known))

Virginia

(Incorporated Under Laws of)

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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 for the corporation:

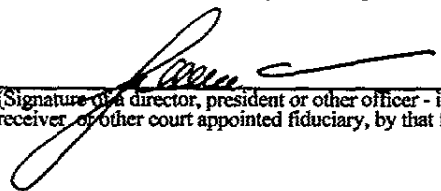
448 Viking Drive, Suite 220

(Mailing Address)

Virginia Beach, VA 23452

(City/ State /Zip)

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)

April 19, 2004
(Date)

Nathan D. Benson

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE \$35