

EPF Corporation
225 Liberty Street
South Tower - 14th Floor
New York, N.Y. 10080-6114

F 95000002619

September 25, 1997

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002304680--8
-09/26/97--01062--006
*****35.00 *****35.00

Sub: Certificate of Withdrawal
File #F 95000002619 (3)
Federal I.D. # 13-3461949

Dear Sir/Ms:

Enclosed please find the following in connection with the subject matter referred above:

(1) Certificate of Withdrawal of foreign corporation- in duplicate

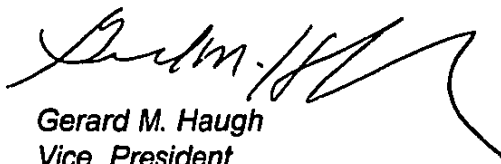
(1) A check for \$35.00 fees for filing Certificate of Withdrawal.

Upon receipt of the above documents, please file the Certificate of Withdrawal and send us a certified copy of said certificate to the attention of Samuel K. Alford at the above mentioned address.

Should you have any questions, or need any additional information, please feel free to contact Samuel K. Alford at (212)236-7202.

Thank you.

Sincerely


Gerard M. Haugh
Vice President

GMH/ska

FILED
DIVISION OF CORPORATIONS
97 SEP 26 PM 1:31
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS IN FLORIDA

EPF CORP.

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

This corporation is no longer transacting business within the State of Florida and hereby voluntarily surrenders its authority to transact business 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 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.

EPF CORP, 225 LIBERTY STREET, SOUTH TOWER, 14 FLR.

(Mailing Address)

NEW YORK NY 10080-6114

(City - State - Zip)

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



Signature
Name and Title

09-25-97

Date

09-25 PM 1:31