

F95000002859



ACCOUNT NO. : 072100000032

REFERENCE : 157634 7197172

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
01 MAY 22 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 21, 2001

ORDER TIME : 12:58 PM

ORDER NO. : 157634-015

CUSTOMER NO: 7197172

CUSTOMER: Ms. Miriam Katz
National Financial Partners
787 7th Avenue
49th Floor
New York, NY 10019

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 22 PM 2:24
TO BE FORWARDED
TO ACHIEVE SUFFICIENCY OF FILING

FOREIGN FILINGS

100004288471--7

NAME: GOODMAN FINANCIAL GROUP, INC.

XX CORPORATE

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT# 1115

00000000 MAY 23 2001

EXAMINER: _____

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

GOODMAN FINANCIAL GROUP, INC.
(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.

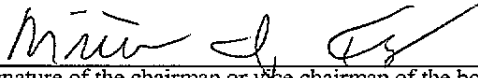
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

787 SEVENTH AVENUE, 49TH FLOOR
(Mailing Address)

NEW YORK, NY 10019
(City/ State /Zip)

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

Ass't Secretary
Title

Miriam E. Katz
Typed or printed name

May 17, 2001
Date