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April 27, 1998

VIA FEDERAL EXPRESS

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

800002504958--8  
-04/29/98--01043--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: *Lean Investors Holdings, Inc.*  
*Our File No. 903-15.1*

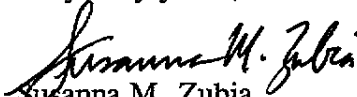
Dear Sir or Madam:

Enclosed please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the above-named Delaware corporation. Please file the Application with the Florida Secretary of State. A check for \$35.00 is enclosed in payment of the \$35.00 filing fee.

Also enclosed is an acknowledgement copy of the original application. Please file-stamp this copy and return it to me in the self-addressed stamped envelope provided.

Thank you for your assistance. If you have any questions or need additional information, please call me at 310-201-8944 or contact me by facsimile at 310-201-8922.

Very truly yours,

  
Susanna M. Zubia  
Legal Assistant

/smz  
Enclosure

cc (w/o encl.): Stevens A. Carey, Esq.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 29 AM 11:54

withdr  
5-5-98  
cc

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

LEAN INVESTORS HOLDINGS, 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.

Lean Investors Holdings, Inc.  
c/o Farallon Capital Management, L.L.C.

(Mailing Address)

One Maritime Plaza, Suite 1325  
San Francisco, California 94111

(City/ State /Zip)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 29 AM 11:54

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

Thomas F. Steyer  
Signature

President  
Title

Thomas F. Steyer  
Typed or printed name

April 27, 1998  
Date