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February 29, 2000

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

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-03/08/00--01105--013  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

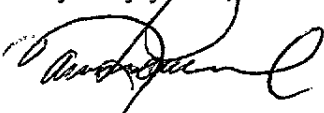
RE: Lotus Development of Panama, Inc.

Dear Sir or Madam:

Please find enclosed the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida. Also enclosed is our check in the amount of \$43.75 which represents \$35.00 for the filing fee and \$8.75 for a Certificate of Status. Upon completion, please forward the Certificate of Status to my attention in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions or need anything further, please do not hesitate to contact me.

Very truly yours,



Norman Leopold  
NL/sj  
Enclosures  
Certified Mail No. Z 221 307 576  
Return Receipt Requested

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Withdrawal  
LFS  
3-17-2000

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

LOTUS DEVELOPMENT OF PANAMA, INC.  
(Name of Corporation)

Panama  
(Incorporated Under Laws Of)

FILED  
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DIVISION OF CORPORATIONS  
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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.

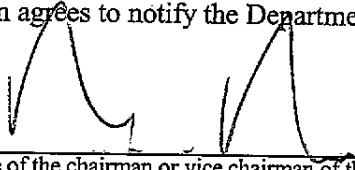
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

c/o Urbach Kahn & Werlin PC  
250 Park Avenue South, 6th Floor  
(Mailing Address)

New York, NY 10003-1494  
(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.

PRESIDENT  
Title

PA. DE BOCCARRD  
Typed or printed name

02-16-00  
Date