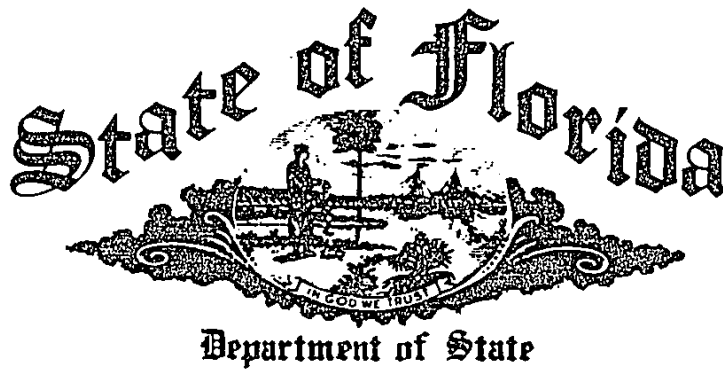




CERTIFICATE OF REVOCATION

The requirements of section 607.1531 or 617.1531, Florida Statutes, requiring 60 days notice of our proposed revocation of the certificate of authority of a foreign corporation authorized to transact business in Florida, have been met for NIGHTWING FUNDING CORPORATION, .a Delaware corporation. The certificate of authority of this corporation is hereby revoked as of August 8, 1997 for failure to file the required annual report(s), as required by law.

9500005473

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eighth day of August, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State