

PAYPHONE MANAGEMENT SYSTEMS, INC. 1488 OWEN DRIVE

CLEARWATER, FL., 33759

PH: 727-791-9574 FAX: 727-669-0895

JANUARY 15, 1999

DEAR SIRS:

ENCLOSED PLEASE FIND OUR "ARTICLES OF DISSOLUTION" FOR THE ABOVE NAMED CORPORATION.

ENCLOSED FIND A CHECK TOTALING \$43.75 WHICH WILL COVER THE FILING FEE AND A CERTIFICATE OF STATUS.

THANK YOU,

000002745880--1 -01/19/39--01064--013 ******43.75 ******43.75

KADI D WACNED/DECIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 25, 1999

KARL R. WAGNER
PAYPHONE MANAGEMENT SYSTEMS, INC.
1488 OWEN DR.
CLEARWATER, FL 33759

SUBJECT: PAYPHONE MANAGEMENT SYSTEMS, INC.

Ref. Number: F95000005612

We have received your document for PAYPHONE MANAGEMENT SYSTEMS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 999A00003232

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

(Name of Corporation)

PAYPHONE

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.
TALLE TALLE

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.

| KARL R. WAGNER | 1/28/99 |
| Typed or printed name | Date