



F96000000364

ACCOUNT NO. : 072100000032

REFERENCE : 156404 4373439

AUTHORIZATION : Patricia Pzjib

COST LIMIT : \$ 35.00

ORDER DATE : March 3, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 156404-010

800002795878--6

CUSTOMER NO: 4373439

CUSTOMER: Ms. Dalia Sussman
Akin, Gump, Strauss, Hauer &
19th Floor
590 Madison Avenue
New York, NY 10022

FOREIGN FILINGS

NAME: LONDONDERRY ACQUISITION
CORPORATION II, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

FILED
99 MAR -5 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joe 3/5

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

Londonderry Acquisition Corporation II, Inc.
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

99 MAR -5 PM 3:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

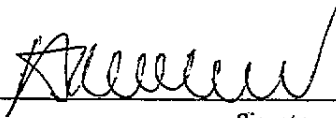
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

2 Manhattanville Road
(Mailing Address)

Purchase, NY 10577
(City/State/Zip)

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


Signature

Vice President
Title

Michael D. Weiner
Typed or printed name

1/26/99
Date