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Richard N. Sayer  
Peter Brent Regan  
Mark M. Thayer

Sayer Regan & Thayer  
ATTORNEYS AND COUNSELLORS AT LAW

130 Bellevue Avenue, Unit 2  
Newport, RI 02840-3283  
Telephone: (401) 849-3040  
Fax: (401) 849-4330  
e-mail: srlaw@edgenet.net

Francis J. Flanagan\*  
Ann E. Johnson\*\*  
Paul M. Harley\*\*

\*Also admitted in PA and DC  
\*\*Also admitted in MA

April 6, 1998

Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

300002483939-2  
-04/09/98-01052-003  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: BREEZE ACQUISITION CORPORATION: Application By Foreign Corporation  
For Withdrawal Of Authority To Transact Business Or Conduct Affairs In Florida.

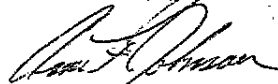
Dear Sir/Madam:

Enclosed please an Application By Foreign Corporation For Withdrawal Of Authority To Transact Business Or Conduct Affairs In Florida of the above-referenced corporation (the "Corporation") and check number 1782 in the amount of \$43.75. Payment includes the filing fee of \$35.00 and the \$8.75 fee for a Certificate of Status.

Please send the Certificate of Status to my attention at Sayer, Regan & Thayer, 130 Bellevue Avenue, Newport, RI 02840.

Thank you for your help in this matter.

Very truly yours,



Ann F. Johnson, Esq.

Enclosures  
cc: Douglas B. Stevenson

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FILED  
APR -9 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VS APR 15 1998

Withde

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

BREEZE ACQUISITION CORPORATION  
(Name of Corporation)

Delaware  
(Incorporated Under Laws Of)

FILED  
98 APR -9 AM 8:03  
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.

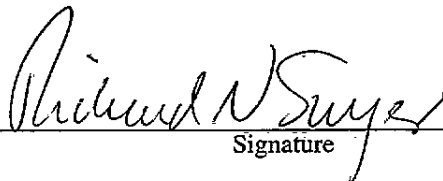
78 Thames Street, 2nd Floor

(Mailing Address)

Newport, Rhode Island 02840

(City/ State /Zip)

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

  
Signature

Secretary

Title

Richard N. Sayer  
Typed or printed name

3/30/98  
Date