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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations

SUBJECT: GRAND COURT LIFESTYLES, INC.

DOCUMENT NUMBER: F96000001557

The enclosed withdrawal application and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Valerie Denny

C/o Grand Court Lifestyles, Inc.

One Executive Drive

Fort Lee, NJ 07024

For further information concerning this matter, please call:

Valerie Denny at 201-947-7322

STREET ADDRESS

Amendment Section Division of Corporation 409 E. Gaines Street Tallahassee, FL 32399 **MAILING ADDRESS**

Amendment Section Division of Corporations P. O. Box 6327 Tallahassee, FL32314 O3 HAY 28 PH 21 OF

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

GRAND COURT LIFESTYLES, INC.

INCORPORATED UNDER LAWS OF DELAWARE

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 for the corporation:

One Executive Drive Fort Lee, NJ 07024

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

Weith Marlowe	Vice President	
Signature	Title	
Ke. H Marlowe	5/19/03	
Typed or printed name	Date	