

F 96000004509

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(Address)

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

12/4/02
withdraw

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PHOENIX RECEIVABLES II, INC.
(Name of corporation)

DOCUMENT NUMBER: F96000004509

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

LISA OLSEN
(Name of Person)

PHOENIX LEASING INCORPORATED
(Firm/Company)

2401 KERNER BOULEVARD
(Address)

SAN RAFAEL, CA 94901
(City/State and Zip code)

For further information concerning this matter, please call:

LISA OLSEN at (415) 485.4673
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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

PHOENIX RECEIVABLES, II, INC.

(Name of Corporation)

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 for the corporation:

2401 KERNER BOULEVARD

(Mailing Address)

SAN RAFAEL, CA 94901

(City/ State /Zip)

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

SECRETARY

Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Title

LISA OLSEN

Typed or printed name

11/12/02

Date

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DEPT OF STATE
TALLAHASSEE, FLORIDA