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RODMAN & RENSHAW, INC. 233 S. WACKER DR., #4500 CHICAGO, IL 60606

SUBJECT: RODMAN & RENSHAW, INC. Ref. Number: F96000005346

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Document #: F96000005346

Our records indicate the registered agent for the above named corporation resigned on July 29, 1998 and that this corporation currently does not have a registered agent designated.

Pursuant to Florida Statutes 607, this office is required to give 60 days notice of our intent to revoke the certificate of authority of a foreign corporation authorized to transact business in Florida for failing to appoint and maintain a registered agent.

This letter is your notice of our intent to revoke the above named corporation's certificate of authority to transact business in Florida 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is a registered agent designation application for you to complete and return with the filing fee of \$35.

If you should need any further information, please contact our office at (850) 487-6050.

Carol Mustain Corporate Specialist Division of Corporations

Letter Number: 198A00040604

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 21, 1998

RODMAN & RENSHAW, INC. 233 S. WACKER DR., #4500 CHICAGO, IL 60606

SUBJECT: RODMAN & RENSHAW, INC.

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Document #: F9600005346

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving 60 days notice of our intent to revoke the authority of the above corporation, this corporation is now revoked.

A Certificate of Revocation is enclosed.

If you have any questions concerning this matter, please call (850) 487-6050.

Carol Mustain Corporate Specialist Division of Corporations

Letter Number: 098A00051988



Bepartment of State

CERTIFICATE OF REVOCATION

The requirements of section 607.1531 or 617.1531, Florida Statutes, requiring 60 days notice of our proposed revocation of the certificate of authority of a foreign corporation authorized to transact business in Florida, have been met for RODMAN & RENSHAW, INC., a Delaware corporation. The certificate of authority of this corporation is hereby revoked as of October 21, 1998 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is F96000005346.



CR2EO22 (2-95)

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Twenty-first day of October, 1998

Endre B. Mortham

Sandra B. Mortham Secretary of State