



Network Management

F960000005351

July 15, 2002

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

000006593830--0
-07/23/02--01060--001
*****35.00 *****35.00

Re: PhyMatrix Network Management, Inc. ("PNMI")

Dear Sir/Madam:

Enclosed please find a Transmittal Letter and an Application by Foreign Corporation for Withdrawal of Authority and our check in the amount of \$35.00 for the above-referenced corporation. PNMI will discontinue operations as of July 31, 2002.

Please do not hesitate to contact me at 401-868-6633 if you have any questions.

Sincerely,

Laura Otzel

Laura G. Otzel
Paralegal

Enclosures

Cc: B. Rane

FILED
02 JUL 23 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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7-23-02

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

PhyMatrix Network Management, 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:

10 Dorrance Street, Suite 400

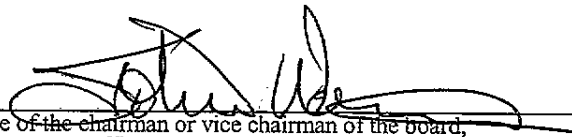
(Mailing Address)

Providence, RI 02903

(City/ State /Zip)

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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


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.

COO

Title

John Wardle

Typed or printed name

7/31/02

Date