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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AM 18 39
LONDON
(A LONDON BASED
INTERNATIONAL PARTNERSHIP)
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February 19, 2002

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*****35.00 *****35.00

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Withdrew

Re: International Corporate Marketing Group

Dear Sir or Madam:

On behalf of our client, International Corporate Marketing Group, Inc. ("ICMG") and in connection with ICMG's request for withdrawal from Florida, enclosed for filing please find behind Tab 1:

- Application by Foreign Corporation for Withdrawal of Authority to Transact Business; and
- Check in the amount of \$35.00 for the requisite filing fee.

As successor of ICMG, and in connection with its application for registration, enclosed for filing on behalf of International Corporate Marketing Group, LLC, please find behind Tab 2:

- Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- Certificate of Designation of Registered Agent/Registered Office;
- Certificate of Good Standing; and

DR
2/26/02
IF \$ 35

Florida Secretary of State

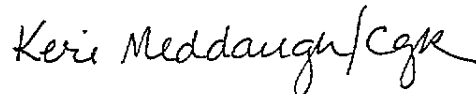
February 19, 2002

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- Check in the amount of \$125.00 for the requisite filing fee.

Please return all correspondence to me at the address on the letterhead. Should you have any questions, please feel free to contact me.

Very truly yours,

A handwritten signature in cursive script, reading "Keri Meddaugh/Cgk".

Keri Meddaugh
Paralegal

Enclosures

cc: Sherri Enxuto

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

International Corporate Marketing Group, Inc.
(Name of Corporation)

Connecticut
(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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

International Corporate Marketing Group, Inc.
100 Campus Drive, Suite 250
(Mailing Address)

Florham Park, NJ 07932
(City/ State /Zip)

Attn: Joseph F. Mahoney, Jr., President

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

 President
Signature Title

Joseph F. Mahoney, Jr. December 31, 2001
Typed or printed name Date

FILED
02 FEB 20 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA