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CHRISTOPHER JAMES DAVID R. DENECKE J. RICHARD URRUTIA SUSAN D. MARMADUKE* RONALD D. MURRAY

ARNO H. DENECKE

JAMES & DENECKE, P.C. ATTORNEYS AT LAW

1150 PIONEER TOWER 888 S.W. FIFTH AVENUE PORTLAND, OREGON 97204-2096 (503) 228-7967 FAX (503) 222-7261 E-MAIL: jdh@jdh.com http://www.jdh.com

CEEANN CALLAHANI CHRISTOPHER E. MARTIN JERRY L. LAWSON, JR. JILL D. LANEY
TYSON ERNST STORCH, LL.M.³ JAY E. FETHERSTON

· MEMBER OREGON. CALIFORNIA AND PENNSYLVANIA BARS

† MEMBER OREGON AND KANSAS BARS "MEMBER OREGON AND WASHINGTON BARS

I MEMBER OREGON. WASHINGTON AND DISTRICT OF COLUMBIA BARS OUR FILE NUMBER:

539/95322 553/96358

September 18, 1997

State of Florida Division of Corporations Attention: Amendment P. O. Box 63327 Tallahassee, FL 32314

800002299038---8 -09/22/97--01839--009 *****35.00 *****35.00

McCormick & Schmick's Financial Services, Inc. Document No. F96000005848 McCormick & Schmick's ECP III, Inc. Document No. F96000005847

Dear Sir or Madam:

Enclosed for filing please find duplicate originals of Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the abovereferenced corporations and two checks in the amount of \$35 each to cover the cost of filing.

Please return a conformed copy of the withdrawals in the return envelope provided for your convenience.

Call Sandy Kuehn of our office at the above number with any questions. Thank you for your assistance.

Very truly yours,

JAMES & DENECKE, P.C.

AJC:sk

cc: Mr. Jerry R. Kelso, w/o encls.

Corporation Service Company sk: 0539\L21.917

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

| McCormick & Schmick's Financial Services, Inc. | SE 9 |
|--|-------------------------|
| (Name of Corporation) | 海省- |
| Oregon | (E) 23 |
| (Incorporated Under Laws Of) | TIC . |
| | PS = |
| This corporation is no longer transacting business or conducting affairs within the State of and hereby voluntarily surrenders its authority to transact business or conduct affairs in | Elerida 1 Florida.co |
| This corporation revokes the authority of its registered agent in Florida to accept service behalf and appoints the Department of State as its agent for service of process based on a action arising during the time it was authorized to transact business or conduct affairs in | |
| The following is a current mailing address to which the Department of State may mail any process against this corporation that may be served on the Department. | a copy of |
| c/o Christopher James, Esq. 888 SW Fifth Avenue | |
| Suite 1150 (Mailing Address) | |
| Portland, OR 97204 (City/ State /Zip) | |
| The corporation agrees to notify the Department of State in the future of any change in address. | its mailing |
| Secretary Signature Tale | |
| Douglas L. Schmick 9-15.97 | |
| Typed or primed name | |