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COCHRAN, ROOKE & CRAFT, L.L.P.

2200 POST OAK BOULEVARD, SUITE 700
HOUSTON, TEXAS 77056

TELEPHONE: (713) 621-6600

TELEFAX: (713) 621-8562

December 12, 1997

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: ECI-Stowers, Inc.

500002375435--6

-12/17/97--01096--001

*****87.50 *****87.50

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Dissolution for the above referenced corporation. Additionally, please find a check in the amount of \$87.50 for the required filing fee and certified copy.

Once this document has been duly recorded, please return your standard form of acknowledgment to me in the enclosed self-addressed stamped envelope.

Please call me with any questions.

Very truly yours,

Norma L. Greschnigg

Norma L. Greschnigg,
Legal Assistant

/nlo
Enclosures

FILED
97 DEC 17 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. H. H. H.
TEL DEC 22 1997

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

ECI-STOWERS, INC.
(Name of Corporation)

DELAWARE
(Incorporated Under Laws Of)

FILED
DEC 17 AM 10:13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.

415 South First, Suite 210, P. O. Drawer 100
(Mailing Address)

Lufkin, Texas 75902-0100
(City/ State /Zip)

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

Billy C. Wells Senior Vice President
Signature Title

Billy C. Wells

Typed or printed name

Date