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GOODWIN | PROCTER

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May 19, 2004

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

Re: H. DesPlaines & Co, Inc.
Application by Foreign Corporation for Withdrawal

Dear Sir or Madam:

I have enclosed the above referenced document along with the filing fee check in the amount of \$35.00 made payable to the Florida Department of State. Please return the evidence of the filing to me at Goodwin Procter LLP, 53 State Street, Boston, MA 02109-2881.

Thank you for your assistance. If you have any questions about this request, please contact me at the number listed above between the hours of 8 a.m. to 2 p.m.

Sincerely,


Alison E. Callahan
Senior Paralegal

AEC:
Enclosure

cc: Henri J. DesPlaines

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

H. DesPlaines & Co, 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:

11780 U.S. Hwy. #1, STE. 204
(Mailing Address)

North Palm Beach, FL 33408
(City/ State /Zip)

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. President Title

Henri J. DesPlaines
Typed or printed name

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAY 24 PM 2:23

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