



F97000000256

September 30, 1997

400002311244--0
-10/03/97--01066--003
*****35.00 *****35.00

AIRBORNE EXPRESS

Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Ladies/Gentlemen:

Enclosed for filing in the records of your office is an original and one copy of an Application by USLD Acquisition Corp. II for withdrawal of authority to transact business in Florida. Also enclosed is a check in the amount of \$35.00 in payment of the filing fee for this transaction.

Please return the file stamped copy of this document to the undersigned at your earliest convenience. A postage-paid return envelope is enclosed for your convenience.

Thank you for your courtesies.

Very truly yours,

Jennifer B. Harvey
Assistant Secretary

/jbh
Enclosures

OK
FF with
F97000000256
2 pgs
10-3-97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT -3 AM 9:20

APPROVED
AND
FILED

Corporate Offices

9311 San Pedro, Suite 100 • San Antonio, Texas 78216 • 210-525-9009 • Fax 210-525-0389 • www.usld.com

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

USLD ACQUISITION CORP. II

(Name of Corporation)

Texas

(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.

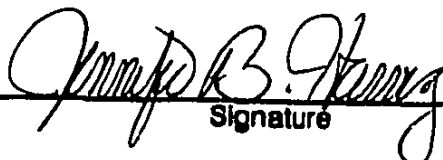
9311 San Pedro, Suite 100

(Mailing Address)

San Antonio, TX 78216

(City - State - Zip)

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



Signature

9/30/97

Date

Jennifer B. Harvey

Typed or printed name

Assistant Secretary

Title

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
9/30/97 11:00:20