

F97000002017



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 320664 5158967

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 35.00

FILED
JUL 29 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 27, 1999

ORDER TIME : 2:18 PM

ORDER NO. : 320664-005

CUSTOMER NO: 5158967

9000002945419--7

CUSTOMER: Ms. Beate Krieger
Mcdermott, Will & Emery
50 Rockefeller Plaza

New York, NY 10020

RECEIVED

99 JUL 29 PM 3:08

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: TRANSRAIL SALES, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

C. COULLIETTE JUL 29 1999

CONTACT PERSON: James Guy

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

TransRail Sales, Inc.

(Name of Corporation)

New York

(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.

97 McKee Drive

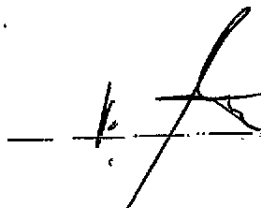
(Mailing Address)

Mahwah, NY 07430

(City/State/Zip)

FILED
99 JUL 29 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



Signature

Vice President

Title

Volker Nuss

Typed or printed name

Date

7/22/99