

QC OPTICS

F97000002339

June 28, 2001

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

Re: Application for Withdrawal

300004462113--1
-07/06/01--01048--016
*****35.00 *****35.00

Ladies and Gentlemen:

In connection with the withdrawal of QC Optics, Inc., a Delaware corporation, to do business in Florida, please find enclosed an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida (the "Application") and a check in the amount of \$35.00 to cover the filing fee.

As evidence of your receipt of this filing, kindly date-stamp the additional copy of the Application and return it to me in the postage-paid envelope provided.

If you require additional information, please do not hesitate to contact me. Thanks you for your attention to this matter.

Sincerely,



Marguerite J. Hill
Vice President

cc: Eric T. Chase, President
John R. Freeman, Vice President

FILED
01 JUL -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

withdrawal

T BROWN JUL 11 2001

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

QC Optics, Inc.
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

FILED
JUL - 6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

46 Jonspin Road
(Mailing Address)

Wilmington, MA 01887
(City/ State /Zip)

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

Eric T. Chase President
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Eric T. Chase 6/28/01
Typed or printed name Date