

AMHC CORP.

March 6, 1998

F97000005027

Amendment Section
Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

400002450354--8
-03/09/98--01045--002
*****35.00 *****35.00

RE: Application by Foreign Corporation for Withdrawal of Authority to Transact
Business; AMHBA Corporation, California corporation

Dear Sir or Madam;

Enclosed is an original and one copy of the above referenced document for filing.

Upon filing, please forward a stamped copy, directly to the address below, for the corporation's records. I have enclosed a postage-paid self-addressed envelope for your convenience.

Also, enclosed is a copy of the "1998 Profit Corporation Annual Report" for AMHBA Corporation, since the dissolution of the corporation shall not require the filing of this report.

If you have any questions or require additional information please feel free to call or write.

Sincerely,


Catherine Briggs
In-House Counsel

Enclosures

FILED
98 MAR -9 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal

MAR 10 1998

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

AMHBA Corporation
(Name of Corporation)

California
(Incorporated Under Laws Of)

FILED
98 MAR -9 PM 1:06
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.

c/o AMHC Corp. 6 Upper Newport Plaza
(Mailing Address)

Newport Beach, CA 92660

(City/ State /Zip)

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

AMHBA Corporation, a California

By: Paul N. Donnelly

President

Signature

Title

Paul N. Donnelly

2/9/98

Typed or printed name

Date