

KING & SPALDING

191 PEACHTREE STREET
ATLANTA, GEORGIA 30303-1763
TELEPHONE: 404/572-4600
FACSIMILE: 404/572-5100

DIRECT DIAL:

EMAIL:

DIRECT FAX:

F97000005760

April 3, 2001

VIA UPS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: PV Resort, Inc., a Delaware corporation

Dear Sir or Madam:

Enclosed please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for PV Resort, Inc. Also enclosed is our check, in the amount of \$35.00, representing the applicable fee due in connection therewith.

Please accept this document for filing and return the acknowledgment to my attention at the above address. Thank you for your assistance and please contact me at 404/572-3488 if you have any questions.

Sincerely,

Cheryl E. Van Voorhies

Cheryl E. Van Voorhies
Legal Assistant

Enclosures

cc: G. Brian Butler, Esq.

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1730 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20006-4706
TELEPHONE: 202/737-0500
FACSIMILE: 202/626-3737

1185 AVENUE OF THE AMERICAS
NEW YORK, NY 10036-4003
TELEPHONE: 212/556-2100
FACSIMILE: 212/556-2222

1100 LOUISIANA STREET, SUITE 3300
HOUSTON, TX 77002-5219
TELEPHONE: 713/751-3200
FACSIMILE: 713/751-3290

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01 APR -4 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PV RESORT, 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 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 Jowa Corporation, 1-7-20, Yaesu Chuo-ku

(Mailing Address)

TOKYO 103-0028 JAPAN

(City/ State /Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APR -4 PM 1:56
FILED

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



Signature

Assistant Secretary

Title

Walter W. Driver, Jr.

Typed or printed name

April 3, 2001

Date