

F98000000143



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 212586 4307439
AUTHORIZATION : *Patricia Pizut*
COST LIMIT : \$ 35.00

FILED
99 APR 22 PM 1:46
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : April 21, 1999

ORDER TIME : 10:38 AM

ORDER NO. : 212586-020

CUSTOMER NO: 4307439

300002847323--6

CUSTOMER: W. Michael Fortson, Legal Asst
Reed, Smith, Shaw & McClay
2500 One Liberty Pl.
1650 Market Street
Philadelphia, PA 19103

FOREIGN FILINGS

NAME: PETER CHADWICK INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

4-22-99
CC

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

Peter Chadwick Inc.
(Name of Corporation)

State of Delaware
(Incorporated Under Laws Of)

FILED
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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.

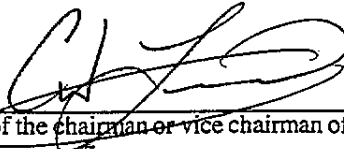
c/o Cambridge Management Consulting Cambridge Technology Partners, Inc.
2828 Routh Street

(Mailing Address)

Dallas, Texas 75201

(City/ State /Zip)

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


Signature of the chairman or vice chairman of the board,
president, or any officer.

President
Title

Charles Landry

Typed or printed name

April 15, 1999

Date