



A M R E S C O

F980000000832

February 29, 2000

Florida Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Division of Corporations
Amendment Section

FEDERAL EXPRESS

RE: AMREIT I, Inc. (FEIN: 75-2742949)

800003153608--1
-03/01/00--01109--007
*****43.75 *****43.75

Gentlemen:

I am enclosing two original Applications by Foreign Corporation for Withdrawal of Authority relating to the captioned entity to be filed of record in your state. I have also enclosed a check in the amount of \$43.75 to cover the cost of filing fees associated with this request, plus a certified copy of the filing. If you have any questions regarding the enclosed withdrawal form, please feel free to contact me at our toll-free number, 800-966-7887 (Ext. 7725) or dial direct to the phone number reflected below. Thank you for your assistance in this matter.

Sincerely,

Barbara L. Dyer, Paralegal
(214) 953-7725

/bld

Enclosures

FILED
00 MAR -1 PM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
WLM

T. LEWIS MAR 10 2000

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

AMREIT I, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
MAR - 1 PM 10:41
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.

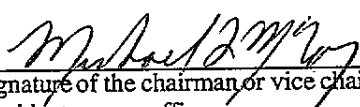
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

700 N. Pearl Street, Suite 2400, Dallas, TX 75201-7424

(Mailing Address)

(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.

Senior Vice President

Title

Michael L. McCoy

Typed or printed name

February 24, 2000

Date