

F98000001734

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

400008177144--2
-10/03/02--01040--009
*****35.00 *****35.00

SUBJECT: Rockwell Collins, Inc.
(Name of corporation)

DOCUMENT NUMBER: F98000001734

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Carolyn J. Smith
(Name of Person)

Rockwell Collins, Inc.
(Firm/Company)

400 Collins Road NE M/S 124-323
(Address)

Cedar Rapids, IA 52498
(City/State and Zip code)

For further information concerning this matter, please call:

Carolyn J. Smith at (319) 295-6147
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

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

FILED
02 OCT -3 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*W. Hdr
T. Lewis 10/3/02*

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

Rockwell Collins, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
02 OCT -3 AM 8:41
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 for the corporation:

400 Collins Road NE

(Mailing Address)

Cedar Rapids, IA 52498

(City/ State /Zip)

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

Vaughn M. Klopfenstein

Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Assistant Secretary

Title

Vaughn M. Klopfenstein

Typed or printed name

9/27/02
Date