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<u>CSC</u>	THE UNITED STATES CORPORATION
	COMPANY

ACCOUNT NO. : 072100000032

COST LIMIT : \$ 35.00

ORDER DATE: April 22, 1998

ORDER TIME : 11:28 AM

ORDER NO. : 791628-025

CUSTOMER NO: 4326262

CUSTOMER: Nancy Udolf, Esq

Zukerman Gore & Brandeis

900 Third Avenue

8th Fl.

New York, NY

100002542391--3

FOREIGN FILINGS

NAME:

SOUTHSTAR FUNDING CORP.

__ PROFIT __ NON-PROFIT

LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

Withdrawall

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT_AFFAIRS IN FLORIDA SOUTHSTAR FUNDING CORP. (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 FIRST TOWN MORTGAGE CORPORATION, 100 PLAZA DRIVE, CHICAROLD, N.T. (Mailing Address) SECAUCUS, NEW JERSEY 07094 (City/ State /Zip) The corporation agrees to notify the Department of State in the future of any change in its mailing Assistant Secretary

May 26, 1998

Date

Nathaniel S. Gore

Typed or printed name