

F98000003505



ACCOUNT NO. : 072100000032

REFERENCE : 798107 4312194

AUTHORIZATION :

Patricia Pygus

COST LIMIT : \$ 35.00

FILED
00 AUG 22 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 14, 2000

ORDER TIME : 11:32 AM

ORDER NO. : 798107-035

CUSTOMER NO: 4312194

800003367528--3

CUSTOMER: Ms. Hong Ta
O'melveny & Myers LLP
610 Newport Ctr. Dr.
Newport Beach, CA 92660

FOREIGN FILINGS

NAME: RSI HOME PRODUCTS SALES, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
00 AUG 22 PM 12:37
DIVISION OF CORPORATION

T. LEWIS AUG 22 2000

CONTACT PERSON: Angie Glisar

Withdraw

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

RSI Home Products Sales, Inc.
(Name of Corporation)

California
(Incorporated Under Laws Of)

FILED
00 AUG 22 PM 3:01
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.

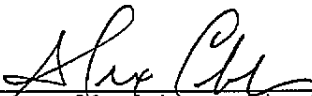
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

620 Newport Center Drive, Suite 1030
(Mailing Address)

Newport Beach, CA 92660
(City/ State /Zip)

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


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

Alex G. Calabrese August 17, 2000

Typed or printed name Date