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**SULLIVAN K Kelly**  
INSURANCE EXPERTS TO THE HEALTHCARE INDUSTRY

August 17, 1999

Florida Department of State  
Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**FILED**  
99 AUG 23 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Sullivan Kelly Inc.

Dear Sir or Madam:

We wish to withdraw the referenced foreign corporation from the State of Florida, effective immediately. Attached are an "Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida" and a check in the amount of \$43.75 to cover the filing fee and production of a Certificate of Status. Please forward the Certificate of Status to the address noted on the application.

If you have any questions, I may be reached at (800) 252-5752. Thank you for your assistance.

Sincerely,

*Stacy McCullough*

Stacy McCullough  
Corporate Secretary

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-08/24/99--01007--013  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Enclosure

With DR  
CRG  
8-27

**SULLIVAN K Kelly INSURANCE BROKERS**

15303 Dallas Parkway  
Suite 1320, LB-36, Dallas, TX 75248  
972.774.1400  
FAX: 972.774.1401

301 North Lake Avenue  
Ninth Floor, Pasadena, CA 91101  
626.564.8989 FAX: 626.564.1129  
800.252.5752

11811 North Tatum Blvd.  
Suite 3057, Phoenix, AZ 85028  
602.953.3635 FAX: 602.241.1788  
800.621.1473 (outside AZ) 800.321.5913 (inside AZ)

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

Sullivan Kelly Inc.  
(Name of Corporation)

State of California  
(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.

301 North Lake Avenue, Suite 900  
(Mailing Address)

Pasadena, CA 91101  
(City/ State /Zip)

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

Stacy A. McCullough Corporate Secretary  
Signature of the chairman or vice chairman of the board, Title  
president, or any officer.

Stacy A. McCullough  
Typed or printed name

August 2, 1999  
Date