



October 4, 1999

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

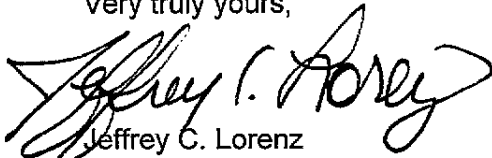
Re: Bluegreen Carolina Land, Inc.

To Whom It May Concern:

Enclosed for filing please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or conduct Affairs and our check in the amount of \$35 regarding the above-mentioned corporation.

Thank you for your attention to this matter. If you have any questions, please do not hesitate to contact me directly at (561) 912-8006.

Very truly yours,


Jeffrey C. Lorenz
Corporate Paralegal

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Bluegreen Carolina Land, Inc.
(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.

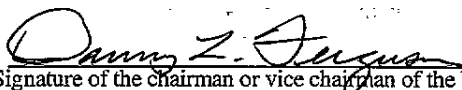
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

4960 Blue Lake Drive
(Mailing Address)

Boca Raton, FL 33431
(City/ State /Zip)

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

 Assistant Secretary
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Danny L. Ferguson 9/23/99
Typed or printed name Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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