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TALLAHASSEE, FLORIDA

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12-16-02

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SMIT LAND & MARINE, INC.
(Name of corporation)

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

ANDRE HAMEL
(Name of Person)

SMIT LAND & MARINE, INC.
(Firm/Company)

400 N. BELTWAY 8, SUITE 310
(Address)

HOUSTON, TX 77060
(City/State and Zip Code)

For further information concerning this matter, please call:

ANDRE HAMEL at (281) 774-5033
(Name of Person) (Area Code & Daytime Telephone Number)

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

MAIL THIS ORIGINAL

RIA2

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

SMIT LAND & MARINE, 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.

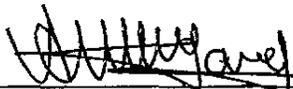
The following is a current mailing address for the corporation:

400 N. BELTWAY 8, SUITE 310
(Mailing Address)

HOUSTON, TX 77060
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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

 Director
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. Title

Andre M. Hamel 12/06/02
Typed or printed name Date