



1300 Wilson Boulevard
Suite 400
Arlington, Virginia 22209
(703) 526 5000

F98000006119

March 31, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002829230--8
-04/05/99--01096--003
*****52.50 *****52.50

Dear Sir/Madam:

Attached is an Application for Certificate of Withdrawal for Mainstreet Retail, Inc. I have included the filing fee of \$52.50.

Please arrange to have this Application filed and returned to me. Should there be any problems with the removal of this corporation from Florida, please contact me either at the address above or at (703) 526-5115. Please note that I have sent the Mainstreet Retail, Inc. Annual Report to Florida under separate cover (copy attached for your reference).

Thank you kindly for your attention to this matter.

Sincerely,

Aghes Yackshaw

Aghes Yackshaw
Legal Department

Enclosures

FILED
99 APR -5 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdraw

VS APR 14 1999

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

Mainstreet Retail, Inc. (FL ID# F98000006119)
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

FILED
99 APR -5 PM 12:42
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.

1300 Wilson Blvd. #400
(Mailing Address)

Arlington, Virginia 22209
(City - State - Zip)

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



Signature

March 17, 1999

Date

Thomas E. Frost

Typed or printed name

Senior Vice President

Title