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Florida Department of State

Division of Corporations

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WITHDRAWAL OF FOREIGN CORPORATION

INTERSHOE RETAIL INC.

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Florida Dept of State

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 17, 2004

INTERSHOE RETAIL INC.
57 SEAVIEW BOULEVARD
PORT WASHINGTON, NY 11050

SUBJECT: INTERSHOE RETAIL INC.
REF: F99000003832

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

Intershoe Retail 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:

57 Seaview Blvd.,

(Mailing Address)...

Port Washington, NY 11050

(City/ State /Zip)

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

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.

Chief Financial Officer

Title

Michael R. Hoke

Typed or printed name

Date

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