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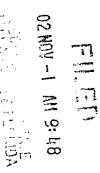
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Ferguson Enterprises, Inc. Corporate Offices in Hampton Roads 12500 Jefferson Avenue Newport News, VA 23602-4314 Phone: (757) 874-7795 FAX: (757) 989-2501

Reply to: P.O. Box 2778 Newport News, VA 23609-0778

www.ferguson.com

October 28, 2002

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

RE: APPLICATIONS TO WITHDRAW

FOREIGH LIMITED LIABILITY COMPANY

Dear Clerk:

Enclosed is an original and one copy of an Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for the following LLC's:

SEMSCO St. Martin, LLC
SEMSCO Venezuela, LLC
SEMSCO Jamaica, LLC
SEMSCO Latin America, LLC
SEMSCO St. Lucia, LLC
SEMSCO Panama, LLC

Also enclosed is Ferguson Enterprises, Inc.'s check (#222655) in the amount of \$150.00 for the required filing fee (\$25.00/each).

Thank you. Should you have any questions or concerns, please feel free to contact me at (757) 989-2469.

Sincerely,

FERGUSON ENTERPRISES, INC.

Anita G. Weikel
Legal Assistant

/agw Enclosures

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA

SEMSCO PANAMA, LLC
(Name of limited liability company)
DELAWARE
(Jurisdiction of its organization)
This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.
This limited liability company revokes the authority of its registered agent 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 in Florida.
12500 JEFFERSON AVENUE
(Mailing address)
NEWPORT NEWS, VA 23602 (City/State/Zip)
The limited liability company agrees to notify the Department of State in the future of any change in its mailing address.
Come Druggelo
(Signature of member or authorized representative of a member)
Stewart P. Mitchell, Vice President of Clayton Group, Inc.
(Typed or printed name of signee)

Filing Fee: \$25.00