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REFERENCE: 790847 5024472

AUTHORIZATION :

COST LIMIT : \$ 25.00

ORDER DATE: October 22, 2002

ORDER TIME: 11:53 AM

ORDER NO. : 790847-010

CUSTOMER NO: 5024472

CUSTOMER: Anne Liu, Legal Asst

Solomon And Weinberg Llp

685 Third Avenue

30th Floor

New York, NY 10017

FOREIGN FILINGS

NAME: GRAND CRU MORNING GP LLC

____ CORPORATE

LIMITED PARTNERSHIP

XX _ LIMITED LIABILITY COMPANY

XXXX WITHDRAWAL/CANCELLATION

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CERTIFIED COPY
XX PLAIN STAMPED COPY

_____ CERTIFICATE OF STATUS

CONTACT PERSON: Susie Knight - EXT# 1156

EXAMINER:

APPLICATION

BY

GRAND CRU MORNING GP LLC FOR

WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA



Name of limited liability company: Grand Cru Morning GP LLC

Jurisdiction of its organization:

Delaware

This limited liability company is no longer transacting business in Florida and hereby 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.

The mailing address the Department of State may forward any service of process to is:

Emmes Asset Management Company, LLC 420 Lexington Avenue, Suite 900 New York, New York 10170 Attn: Gary M. Tischler

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

Executed on October _2\, 2002.

Gary M. Tischler, Authorized Representative