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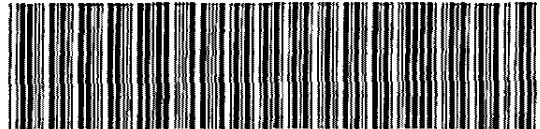
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BLACKWELL SANDERS PEPPER MARTIN
LLP

720 OLIVE STREET SUITE 2400 ST. LOUIS, MO 63101
TEL: (314) 345-6000 FAX: (314) 345-6060
WEBSITE: www.blackwellsanders.com

(MRS.) LORRIE MAAG
DIRECT: (314) 345-6688

FAX: (314) 345-6788
E-MAIL: lmaag@blackwellsanders.com

May 20, 2004

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

Re: SLP Capital II, L.L.C.

Dear Sir or Madam:

Enclosed for filing is an executed Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for SLP Capital II, L.L.C., along with our check in the amount of \$30.00.

Please send the acknowledgement to me at Blackwell Sanders Peper Martin LLP, 720 Olive Street, Suite 2400, St. Louis, Missouri 63101. A pre-addressed return envelope is enclosed for your convenience.

If you have any questions or need additional information, please call me. Thank you for your assistance.

Very truly yours,

Lorrie Maag

Lorrie Maag
Corporate Paralegal

LM/jls

Encs. 2

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

SLP Capital II, L.L.C.

(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.

c/o Blackwell Sanders Peper Martin LLP, 720 Olive Street, Suite 2400

(Mailing address)

St. Louis, Missouri 63101, ATTN: J. N. Huber, Jr.

(City/State/Zip)

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

William L. Polk, Jr.

(Signature of member or authorized representative of a member)

William L. Polk, Jr., President of SLP Capital Corporation, a Member

(Typed or printed name of signee)

Filing Fee: \$25.00

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