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September 30, 1999

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Registration Section
Division of Corporations
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Linda S. Bowman
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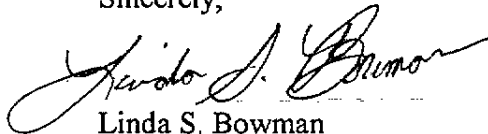
Dear Sir or Madam:

M98-421

As counsel for Brainstorm USA, we have enclosed the executed original, "Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida, for processing. In addition, the filing fee of \$52.50 is enclosed for payment of same.

Please advise if you require any additional forms or have any questions.

Sincerely,



Linda S. Bowman
Paralegal

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-10/04/99-01117-011
*****\$2.50 *****\$2.50

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Enclosure

WL 10/17
FILED
99 OCT -4 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Brainstorm USA, LLC
(Name of limited liability company)

Georgia
(Jurisdiction of its organization)

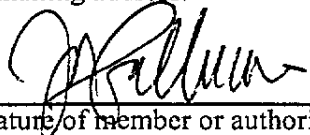
This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.

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.

Steven D. Cooper, Esq., Stites & Harbison, 3350 Riverwood Parkway
(Mailing address)

Suite 1700, Atlanta, GA 30339
(City/State/Zip)

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


(Signature of member or authorized representative of a member)

Joseph A. Galluccio, Member
(Typed or printed name of signee)

99 OCT -4 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Filing Fee: \$52.50