

Comerica Bank

P00323

Comerica

Corporate Legal Department
P.O. Box 75000
Detroit, Michigan 48275-3391
(313) 222-3691 - telephone
(313) 222-9480 - fax

Cheryl Hinz Sudney
Legal Assistant

July 8, 1997

Att: Freta Lott, Corporate Specialist Supervisor
Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **COMERICA LEASING CORPORATION**
Reference Number W97000012937

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 AM 9:17
HL 7/17

Dear Ms. Lott:

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-07/21/97--01067--021
*****43.75 *****43.75

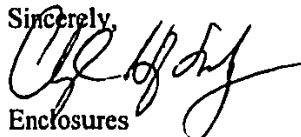
Pursuant to our phone call and in reference to the above corporation: enclosed is the following documentation:

- 1) Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida with proper filing fee; and
- 2) Application by Foreign Corporation for Authorization to Transact Business in Florida and Transmittal Letter.

Comerica Leasing Corporation, FEI # 38-2051603, wishes to withdrawal from doing business in the state. The "new" Comerica Leasing Corporation, a complete new entity, FEI #38-3316253, then desires to apply to transact business in the state of Florida. I am resubmitting the application to transact business in the state (see attached copy of your letter to me) with number six left blank since the corporation will not transact business in the state until it receives authority to do so.

Please file all documents in your customary manner. Should you have any questions or require any additional information, please contact me immediately at (313) 222-3691 and I will happy to assist you. Thank you for your prompt attention.

Sincerely,



Enclosures

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

Comerica Leasing Corporation

(Name of Corporation)

Michigan

(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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

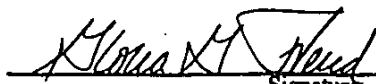
500 Woodward, 33rd Floor, Attn: Cheryl Sudney

(Mailing Address)

Detroit, Michigan 48275-3391

(City/ State /Zip)

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


Signature

Secretary

Title

Gloria G. Freud

Typed or printed name

July 8, 1997

Date

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DIVISION OF CORPORATIONS
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