

PO9699

LAW OFFICES
JOHNSON, ALLEN, JONES & DORNBLASER
A PROFESSIONAL CORPORATION

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IN TEXAS

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E. ANDREW JOHNSON
ERIC S. SMITH
JEFFREY B. HACKLER

November 30, 1998

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-12/04/98--01051--016
*****43.75 *****43.75

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To whom it may concern:

Please find enclosed the completed certificate of withdrawal for Universal Associates, Inc. along with the proper number of copies and a filing fee. I would appreciate your returning me confirmation of Universal Associates' withdrawal from your state, certified if applicable. If you have any questions, please do not hesitate to call me at the above phone number. Thanks for your assistance.

Sincerely yours,

Jeffrey B. Hackler

Jeffrey B. Hackler
For the Firm

FILED
98 DEC -4 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

withdr.
12-4-98
cc

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

Universal Associates, Inc.

(Name of Corporation)

Oklahoma

(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.

1811 Bering Drive, Suite 140

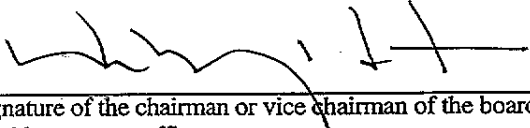
(Mailing Address)

Houston, Texas 77057-3100

(City/ State /Zip)

FILED
98 DEC -4 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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


Signature of the chairman or vice chairman of the board,
president, or any officer.

, President

Title

Wiley Hatcher

Typed or printed name

November 25, 1998

Date