

P.10414

CT CORPORATION SYSTEM

FILED

97 MAY 22 AM 11:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

906 Olive Street
St Louis MO 63101
Tel 314 231 8380
Fax 314 231 9692

May 19, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-05/22/97--01063--002
*****35.00 *****35.00

Re: **SMITH & NEPHEW UNITED, INC.**
Order #: 854547

Dear Sir/Madam:

We enclose for filing on behalf of this corporation the documents identified below:

WITHDRAWAL

Check in payment of the required fees is attached.
Please forward the usual evidence of filing to this office by regular mail using the enclosed envelope.

Should you need anything further, please contact the undersigned at our toll free number 1-800-325-2671.

Very truly yours,

Marlene

Marlene Smith
Customer Specialist

ms

Enclosure(s)

Foreign Withdrawal

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

Smith & Nephew United, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

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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.

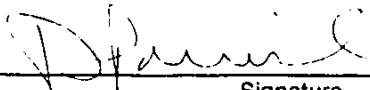
1450 Brooks Rd.

(Mailing Address)

Memphis, Tennessee 38116

(City - State - Zip)

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


Signature

May 15, 1997
Date

Ben Parrish

Typed or printed name

Secretary

Title