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LEMERY & REID, P.C.  
ATTORNEYS AND COUNSELORS AT LAW

February 26, 1997

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-02/28/97--01032--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

RE: Scott, Inc.  
Our File No. 63210:92266(00224:LETTERS:MARTIN:CORP224.LTR:224)

FILED  
97 FEB 28 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sirs/Madam:

Enclosed for filing please find the following:

1. Application by Foreign Corporation for Withdrawal of Authority; and
2. Check in the amount of \$35.00 for fees.

Please note that the corporation described in the application has been dissolved in Delaware.

Please send a filing receipt at your earliest convenience in the enclosed envelope. If you have any questions, please contact me.

Very truly yours,

*Theresa M. Skaine*  
Theresa M. Skaine

TMS:tjs  
Encls.

With  
026  
3-3

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

Scott, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED  
97 FEB 28 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.


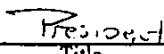
c/o Scott Lustgarten 123 E. Lancaster Ave.

(Mailing Address)

Ardmore, PA 19003

(City/ State /Zip)

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

 Signature  Title

Scott Lustgarten

Typed or printed name

2-20-97

Date