

CT CORPORATION SYSTEM

P12746

2 Oliver Street  
Boston, MA 02109  
Tel 617 482 4006  
Fax 617 482 2795

July 8, 1997

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-07/14/97-01127-004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

Re: Holt, Rinehart and Winston, Inc. (DE)  
Order #: 924109

Madam or Sir:

As requested by counsel, we enclose for filing withdrawal documents on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-225-2034 Ext. 3012.

Very truly yours,



Christine M. Eastwine  
Customer Specialist

/cme

Enclosure(s)

Special Instructions: THANK YOU.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 14 PM 1:27

Withdr

JUL 16 1997

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

Holt, Rinehart and Winston, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATION  
97 JUL 14 PM 1:27

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.

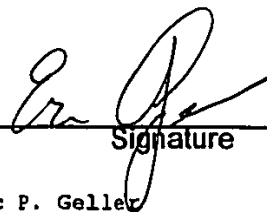
27 Boylston Street

(Mailing Address)

Chestnut Hill, MA 02167 ATTN: Legal Department

(City - State - Zip)

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



Signature

May 1, 1997

Date

Eric P. Geller

Typed or printed name

Vice President

Title