



THE UNITED STATES
CORPORATION
COMPANY

P14223

ACCOUNT NO. : 072100000032

REFERENCE : 042988 4323887

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
98 NOV 24 PM 4:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : November 24, 1998

ORDER TIME : 3:33 PM

ORDER NO. : 042988-010

CUSTOMER NO: 4323887

CUSTOMER: Ms. Tricia Casper
Bellsouth Corporation
Suite 1800
1155 Peachtree Street, Ne.
Atlanta, GA 30309

RECEIVED
98 NOV 24 PM 4:13
J. J. ROBERTS OF CORPORATION

FOREIGN FILINGS

800002696078--3

NAME: BELLSOUTH NETWORK SOLUTIONS,
INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF STATUS TO SAY THAT THE COMPANY HAS
BEEN WITHDRAWN.

CONTACT PERSON: Jeanine Reynolds

Withd
DRG 11/25

Tricia M. Casper
Paralegal
BellSouth Telecommunications, Inc.

4300 BellSouth Center
675 W. Peachtree Street, N.E.
Atlanta, Georgia 30375
(404) 335-0703

November 23, 1998

Florida Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed for filing is an Application for Certificate of Withdrawal for BellSouth Network Solutions, Inc. This withdrawal is requested due to the merger of BellSouth Network Solutions, Inc. with and into BellSouth Telecommunications, Inc. I have also enclosed a copy of the certificate of merger from the Georgia Secretary of State. It is my understanding, pursuant to my conversations with your office, that the enclosed documents are all that is required in Florida to effect this merger.

CSC/Prentice Hall will be filing these documents on our behalf and will be providing you with the necessary filing fees.

If you have any questions, please call me at the above-listed direct dial number. Thank you for your assistance.

Sincerely,



Tricia M. Casper

Encls.

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

BellSouth Network Solutions, Inc.

(Name of Corporation)

Georgia

(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.

675 W. Peachtree St., NE, Suite 4300


(Mailing Address)

Atlanta, Georgia 30375

(City/ State /Zip)

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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.

Assistant Secretary

Title

Eric B. Rudolph

Typed or printed name

November 23, 1998

Date