



THE UNITED STATES CORPORATION COMPANY

P15812

ACCOUNT NO. : 072100000032

REFERENCE : 477184 4324759

AUTHORIZATION : Patricia Poyt

COST LIMIT : \$ 35.00

ORDER DATE : July 28, 1997

ORDER TIME : 10:39 AM

ORDER NO. : 477184-005

CUSTOMER NO: 4324759

CUSTOMER: Sheila A. Pedersen, Legal Asst
Baker & Botts
2001 Ross Avenue
6th Floor
Dallas, TX 75201

EUUUU2254036--7

FOREIGN FILINGS

NAME: 2728 HOLDING CORPORATION

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
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CHARLIE EARNEST

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 JUL 31 PH 3:21

FILED

1131

Jon Withdrawal

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

2728 HOLDING CORPORATION

(Name of Corporation)

NEVADA

(Incorporated Under Laws Of)

FILED
97 JUL 31 PM 3:21
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.

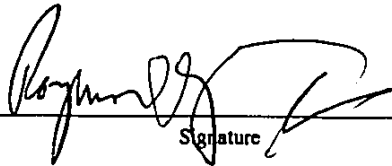
2728 NORTH HARWOOD

(Mailing Address)

DALLAS, TEXAS 75201-1516

(City/State/Zip)

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



Signature

VICE PRESIDENT

Title

RAYMOND G. SMERGE

Typed or printed name

July 23, 1997

Date