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July 12, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700006462507--5
-07/17/02--01027--001
*****35.00 *****35.00

Re: Application for Foreign Corporation for Withdrawal of Authority to Transact
Business in Florida

Dear Sir:

Enclosed please find the Application for Foreign Corporation for Withdrawal of Authority to Transact Business in Florida for Brasfield & Gorrie General Contractor, Inc. accompanied by a check payable to the Department of State of \$35.00 for the filing fees incurred.

Please file upon receipt returning evidence of such filing to the attention of the undersigned at the following address:

Anne-Marie Myers
Balch & Bingham LLP
Post Office Box 306
Birmingham, Alabama 35201

If you have any questions or problems with this request, please do not hesitate to call the undersigned collect at (205) 488-5494. Thank you in advance for your assistance in this matter.

Yours truly,

Anne Marie Myers

Anne-Marie Myers
Legal Assistant

Enclosures

585381.1

Withdr.
V SHEPARD JUL 24 2002

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JUL 17 PM 4:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 17 PM 4:00

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

Brasfield & Gorrie General Contractor, Inc.

(Name of Corporation)

Delaware

(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 for the corporation:

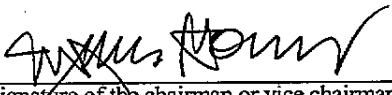
729 South 30th Street

(Mailing Address)

Birmingham, Alabama 35233

(City/ State /Zip)

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, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

PRESIDENT

Title

M. JAMES GORRIE
Typed or printed name

6-25-02
Date