

P21890

Litchfield, Nelson & Co.

Gulf Shore Square, Suite 214
1400 Gulf Shore Boulevard North
Naples, Florida 34102

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FILED
00 AUG 25 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal

S. PAYNE SEP 11 2000

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

Litchfield Asset Management, Inc.
(Name of Corporation)

State of 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.

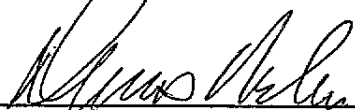
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1400 Gulfshore Blvd. N. # 214
(Mailing Address)

Naples, FL 34102
(City/ State /Zip)

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TALLAHASSEE, FLORIDA

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

 Executive V.P.
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Dennis Nelson 8/23/00
Typed or printed name Date