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MARTI • FLORES
PRIETO & WACHTEL

PO BOX 2125 SAN JUAN P. R. 00922-2125 (787) 781-1616 FAX 783-7617 / 781-0187 EDIFICIO MFPW CALLE C CARRETERA MATADERO
www.mfpw.com.

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____ 2000003453692--8
(Corporation Name) (Document #) -11/06/00--01117--011
*****35.00 *****35.00

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV - 6 AM 10: 33

FILED

Examiner's Initials

OC 11-14

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

Audio-Video Corporation
(Name of Corporation)

New York
(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.

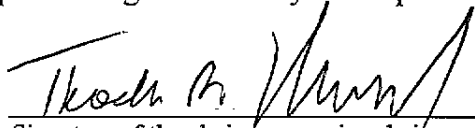
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

213 Broadway
(Mailing Address)

Albany, NY 12204
(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.

President/CEO
Title

Theodore M. Klarsfeld
Typed or printed name

11/3/2000
Date

00 NOV -6 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED