



P28688

BHP Petroleum

May 12, 2000

Florida Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: BHP Minerals International Exploration Inc.

Dear Sir/Madame:

Enclosed for filing is two (2) originally executed Certificate of Withdrawal for BHP Minerals International Exploration Inc., together with a check to cover the statutory filing fees. Please have the documents filed as soon as possible.

Evidence should be forwarded to my attention using the enclosed self-addressed envelope.

If you have any questions or for any reason the document cannot be filed on a timely basis, please feel free to call me at (713)961-8511.

Very truly yours,

Kelly D. Tlachac
Legal Assistant

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

BHP MINERALS INTERNATIONAL EXPLORATION 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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1360 POST OAK BLVD., SUITE 500
(Mailing Address)

HOUSTON, TX 77056-3020
(City/ State /Zip)

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

 VICE PRESIDENT
Signature Title

DAVID B. BRALEY 03/09/00
Typed or printed name Date

FILED
00 MAY 18 AM 9:17
CLERK OF STATE
TALLAHASSEE, FLORIDA