P28705

NEAL, GERBER & EISENBERG

TWO NORTH LA SALLE STREET CHICAGO, ILLINOIS 60602

Telephone (312) 269-8000

FACSIMILE (312) 269-1747

October 5, 1998

VIA FEDERAL EXPRESS

Florida Department of State Amendment Section Division of Corporations 409 East Gaines Street Tallahassee, IL 32399 300002656633--8 -10/06/98--01036--002 *****87.50 ******43.75

Re: Largo Mall, Inc.

Dear Sir or Madam:

Enclosed for filing in your office is one executed original and one photocopy of the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida. I have also enclosed a \$87.50 check in payment of the \$35.00 filing fee and \$52.50 certified copy fee. Please return the certified copy to me in the enclosed, self-addressed envelope.

Should you have any questions regarding this filing request, please call me at (312) 269-5691.

Sincerely,

10-3/16 10-3/16

Suzanne M. Knoll Legal Assistant

SMK/mms Enclosures

cc: Avram I. Feldman

Aaron S. Kase

98 OCT ~6 PM 3: 16 SECRETARY OF STATE

APPROVED

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

Largo Mall, Inc.		
1	(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.

110 North Wacker Drive		SECRE TALLAH	98 OCT
c/o General Counsel Chicago, IL 60606	Address)	NATY OF ASSEE, FL	-6 PH
(City/ St	ate /Zip)	ORINIE STATE	3: 16

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 of Caledonian Holding Company, Inc.*

Robert A. Michaels Octobec 1, 1998

Typed or printed name Date

^{*} As successor in interest (by merger) to Largo Mall, Inc.