

LAW OFFICES
Marc I. Feig

8000 PETERS ROAD
PLANTATION, FLORIDA 33324
TELEPHONE (954) 475-1660

TELECOPIER (954) 474-9850

MARC I. FEIG
MEMBER OF FLORIDA
AND NEW YORK BAR

ALAN POLLACK
OF COUNSEL
MEMBER FLORIDA
AND ILLINOIS BAR

February 13, 1998

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

P30740

ATTN: BOBBIE COX, ADMINISTRATOR

RE: Articles of Incorporation of Natal Investments Corp., a
Florida Corporation
Our File No.: 12-33-88.111

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-02/19/98--01012--020
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Dear Ms. Cox:

Enclosed herewith please find the following documentation:

1. Original and one (1) copy of Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida;

2. Marc I. Feig check number 3885 in the sum of Eighty Seven Dollars and Fifty Cents (\$87.50), said sum represents fee for filing and certified copy;

4. Federal Express envelope for return of certified copy to the undersigned, our account number being 1573-7903-8, to be utilized for shipment.

If the enclosed documents are in order, kindly cause the same to be filed with the Secretary of State. Additionally, you are holding the Articles of Incorporation of Natal Investments Corp., a Florida Corporation pending receipt of this Application, therefore, please cause to be filed with the Secretary of State, once the Application is filed, the Articles of Incorporation. Thereafter, please return both certified copies to the undersigned via federal express in the envelope previously provided for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter, and should you have any questions regarding this matter, please feel free to contact me in my office.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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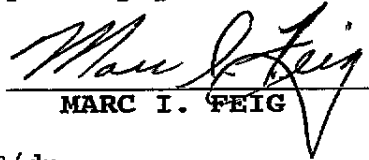
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Withdrawal
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2-17-98

Ms. Bobbie Cox
Administrator
Secretary of State
February 13, 1998
Page Two

Very truly yours,

BY: 
MARC I. FEIG

MIF/dn

encls.

cc: Natal Investments Corp.

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

NATAL INVESTMENTS CORP., a California Corporation Authorized
(Name of Corporation)
to do business in the State of Florida
CALIFORNIA
(Incorporated Under Laws Of)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

c/o NATAL INVESTMENTS CORP., 1205 Lincoln Road, Suite 216
(Mailing Address)

Miami Beach, Florida 33139
(City/ State /Zip)

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

Arnold Lichtschein Pres. President
Signature Title
ARNOLD LICHTSCHEIN 2/12/98
Typed or printed name Date