

P31654

Bluegrass Funding, Inc.
225 Liberty Street,
South Tower, 14th Floor
N.Y. City, NY 10080-6114

September 18, 1998

VIA AIRBOURNE EXPRESS

State of Florida
Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
98 SEP 21 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sub: Certificate of Withdrawal
File # P31654
FEIN: 13-3593134

Dear Sir/Madam:

400002646654--6
-09/23/98--01001--003
*****35.00 *****35.00

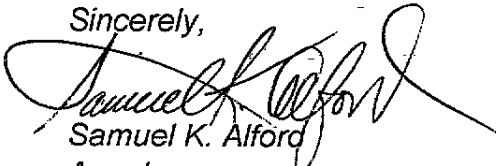
Enclosed, please find the following in connection with the above referenced subject matter.

- 1) Application for withdrawal from the state of Florida.
- 2) A check for \$35.00 payable to "Florida Department of State".

Please send us a receipt evidencing the filing of the Application for Withdrawal to the attention of the undersigned at the above address as soon as possible.

Should you have any questions or need further information, please call the undersigned at (212)236-7203.

Sincerely,


Samuel K. Alford
Agent

Withdr.

Rec'd
9/21

JF

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

BLUEGRASS FUNDING, INC.
(Name of Corporation)

DELAWARE
(Incorporated Under Laws Of)

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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.

225 LIBERTY STREET, SOUTH TOWER, 14 FLR.
(Mailing Address)

NEW YORK, NY 10080-6114
(City/ State /Zip)

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

<u>James A. Brown</u>	<u>VICE PRESIDENT</u>
Signature of the chairman or vice chairman of the board, president, or any officer.	Title
<u>JAMES A. BROWN</u>	<u>9/18/98</u>
Typed or printed name	Date