ZIELINSKI & COMPANY, P. Ā

Certified Public Accountants 5100 West Copans Road Suite 400 Coconut Creek, Florida 33063

MEMBERS FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

NATIONAL ASSOCIATION OF CERTIFIED FRAUD EXAMINERS

April 4, 1997

Ms. Karen Gibson Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Ms. Gibson:

Transition, Inc.

Ballroom Company, Inc.

Enclosed please find the following:

2) Application By Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for American

As I discussed with you in our telephone conversation, American Ballroom Company, Inc. (a Connecticut corporation), is being withdrawn, and Dance Transition, Inc. (a Florida corporation) is changing its name to American Ballroom Company, Inc.

We are enclosing checks as follows:

#2202 for \$35: Filing Fee for Withdrawal of Authority of a Foreign Corporation

#2203 for \$96.25: Filing Fee for Amendment \$35.00 Certified Copy of Amendment Certificate of Status 52.50 8.75

Please direct any questions regarding these actions to my attention. Thank you for your patience in this matter.

Sincerely yours,

Terrence A. Zi ∕el**l**nski

cc: Mr. John Kimmins, President American Ballroom Company, Inc. (954) 975-7460

TELEPHONE

(954) 975-6920 FAX

900002142899---1 -04/14/97--01178--020 *****35.00 *****35.00

1) Articles of Amendment to Articles of Incorporation of Dance

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

Americ	can	Ballroom	Company,	Inc.		
 	-		(Name of C	orporation)	 	
State	of	Connection				
			(Incorporated U	Inder 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.

American Ballroom Company, Inc.	97 APR SECREI TALL AH
(Mailing Address) P.O. Box 453605	AR ASS
F.O. BOX 455005	7 PH RY OF
Miami, Florida 33245-3605	T. 23
(City/State /Zip)	IAT DRII
	DE.

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

Signature	President
Signature	Title
John Kimmins	3/31/97
Typed or printed name	Øatc /