



P38933

One James Center
Richmond, Virginia 23219
(804) 782-1400

May 22, 2000

Department of State
Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

100003266541--5
-05/25/00--01047--009
*****35.00 *****35.00

Re: CTI Holding, Inc.

Dear Sir or Madam:

Enclosed for filing is an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for CTI Holding, Inc., a Delaware corporation. Also enclosed is a check for \$35 for the requisite filing fee.

Please give me at 804-782-1438 if you have any questions.

Sincerely,

Carol B. Denson

Carol B. Denson
Office Assistant to Assistant Corporate Secretary

Enclosures

FILED
00 MAY 25 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*withdrawal
spayle
6/6/00*

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

CTI Holding, 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.

Rachel E. Geiersbach
c/o CSX Corporation
901 E. Cary Street
One James Center

(Mailing Address)

Richmond, VA 23219

(City/ State /Zip)

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

Alan A Rudnick
Signature

Vice President and Corporate Secretary
Title

Alan A. Rudnick

Typed or printed name

May 17, 2000

Date

FILED
00 MAY 25 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA