

P41111

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

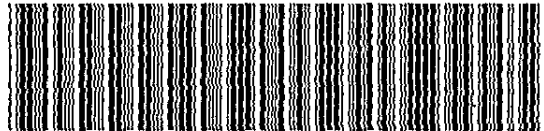
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/18/05
withdrawal
Z

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Center For English Studies Inc.
(Name of corporation)

DOCUMENT NUMBER: P41111

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Suzanne Walford

(Name of Person)

Center For English Studies LLC

(Firm/Company)

330 Seventh Avenue 2F1.

(Address)

New York, NY 10001

(City/State and Zip code)

For further information concerning this matter, please call:

Suzanne Walford

(Name of Person)

at (212) 497-8361

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 15, 2005

Suzanne Walford
Center for English Studies, Inc.
330 Seventh Avenue, Floor 2
New York, NY 10001

SUBJECT: CENTER FOR ENGLISH STUDIES, INC.
Ref. Number: P41111

We have received your document for CENTER FOR ENGLISH STUDIES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is no provision in Florida for a foreign corporation to change to a foreign limited liability company by amendment. The foreign corporation can withdraw in Florida by filing a withdrawal application. A new qualification as a foreign limited liability company can be filed. Forms for both filings are enclosed. Please note the filing and certification fees and subtract \$52.50 from the entire total due as \$52.50 is currently pending.

The 2005 annual report is also being returned. It is my assumption that this report will not be filed if the corporation is to be withdrawn.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 105A00010386

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

Center For English Studies, Inc.
(Name of Corporation)

P41111
(Document Number of Corporation (if known))

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 for the corporation:

330 Seventh Avenue 2PL
(Mailing Address)

New York, N.Y. 10001
(City/ State /Zip)

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TALLAHASSEE, FLORIDA

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

[Signature]
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

3/29/05
(Date)

Suzanne Walrod
(Typed or printed name of person signing)

Director of Finance
(Title of person signing)

FILING FEE \$35