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LEXFORD

Lexford, Inc. 6954 Americana Parkway Reynoldsburg, Ohio 43068 614.759.1566

Administrative Assistant

Direct Dial - (614) 575-5215 E-Mail: nmccabe@lexford.com

June 11, 1998

Nicole R. McCabe

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Florida Secretary of State 409 E. Gaines Street Tallahassee, FL 32399

VIA UPS OVERNIGHT

Re: Lexford Residential Trust, a Maryland real estate investment trust ("Lexford")

Gentlepersons:

After speaking with your office on May 27, 1998, I was advised that your state does not provide for the merger of two foreign entities. So, in order to show the withdrawal of Lexford, Inc., an Ohio corporation, I would need to file the following items:

- 1. Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida;
- 2. A check in the amount of \$35.00 for filing fees and a check in the amount of \$52.50 to receive a certified copy of the withdrawal.

Should you have any questions please contact me at the number listed above. Thank you for your assistance in this matter.

Sincerely,

Nicole R. McCabe

Administrative Assistant

Nicole RMC Cabl

Legal Department

Enclosures

FILED

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SECRETARY OF STATE

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6-16-98

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

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Lexford, Inc.	<u></u>
(Name of Corporation)	生四 星
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Ohio	2 SEI 2
(Incorporated Under Laws Of)	——————————————————————————————————————
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	SE
This promountion is no longer transporting business or an invalid of China within the C	
This corporation is no longer transacting business or conducting affairs within the S	
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	
	m a torida.
The following is a greent mailing address to reliab the December of State many will	l
The following is a current mailing address to which the Department of State may mail	a copy or any
process against this corporation that may be served on the Department.	
c/o Legal Department, 6954 Americana Parkway	
(Mailing Address)	
Reynoldsburg, OH 43068	
(City/ State /Zip)	
(-1-), -1	
The corporation agrees to notify the Department of State in the future of any change	in its mailing
address.	
Assistant Vice Pro	esident
Signature Title	<u> </u>
110	
Dain C. Akin - 6/11/98	
Typed or printed name / Pate	