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

FARMALIFE INTERNATIONAL, INC.,

a Delaware corporation

Farmalife International, Inc., a Delaware corporation (the "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.

Farmalife International, Inc. c/o VIP U.S. Holdings, Inc. 234 East Colorado Boulevard Suite 800
Pasadena, CA 91101

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

Dated: December 16, 1997

Jorge Ferreira da Rocha, Chairman of the Board

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