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File Number 47585-1

November 19, 1998

Florida Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee Florida 32314

RE: Application by Foreign Corporation for Withdrawal of Authority to
Transact Business or Conduct Affairs in Florida for KAISHA TECHNOLOGY, INC.

Dear Sir or Madam:

Enclosed please find an original Application by Foreign Corporation for Withdrawal of
Authority to Transact Business or Conduct Affairs in Florida for KAISHA
TECHNOLOGY, INC. and a copy to be certified by your office and returned. I have
enclosed a check in the amount of \$43.75 for the filing fee and the fee for the certified
copy as indicated on the instruction sheet attached to the Application.

If you have any questions related to this filing, please contact me at 630-954-2111.

Sincerely,
McBride Baker & Coles

Maryangela Cobb

Maryangela Cobb, Paralegal

cc: Carl A. Neumann
Frank O'Connell
John Thomas

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*****43.75 *****43.75

FILED
98 NOV 23 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withd.
12-2-98
CC

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

KAISHA TECHNOLOGY, INC.

(Name of Corporation)

ILLINOIS

(Incorporated Under Laws Of)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

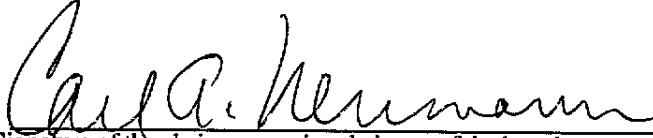
C/O Carl A. Neumann, Esq. McBride Baker & Coles One Mid America Plaza, Suite 1000

(Mailing Address)

Oakbrook Terrace, Illinois 60181

(City/ State /Zip)

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



Signature of the chairman or vice chairman of the board,
president, or any officer.

Secretary
Title

Carl A. Neumann, Esq.

Typed or printed name

November 18, 1998

Date