

F98000002833

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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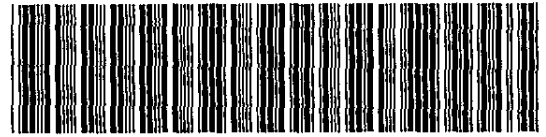
(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** RWT Holdings, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** F98000002833

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

Please return all correspondence concerning this matter to the following:

Thomas Velladao, Esq.  
(Name of Person)

Redwood Trust, Inc.  
(Firm/Company)

One Belvedere Place, Suite 300  
(Address)

Mill Valley, Calif 94941  
(City/State and Zip code)

For further information concerning this matter, please call:

Thomas Velladao, Esq. at ( 415 ) 380-3432  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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

RWT Holdings, Inc.

(Name of Corporation)

F98000002833

(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:

One Belvedere Place, Suite 300

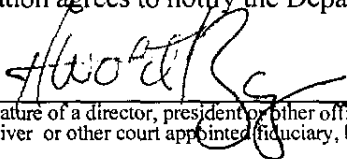
(Mailing Address)

Mill Valley, Calif 94941

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

02/28/06  
(Date)

Harold F. Zagunis

(Typed or printed name of person signing)

Secretary and CFO

(Title of person signing)

**FILING FEE \$35**