

KING & SPALDING

P11414

101 PEACHTREE STREET
ATLANTA, GEORGIA 30308-1703
TELEPHONE: 404/572-4600
FACSIMILE: 404/572-5100

404/572-4963
DIRECT DIAL:

404/572-5148
DIRECT FAX:

April 16, 1997

FILED
97 APR 21 AM 9:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Branch Realty, Inc.

800002149148--7
-04/21/97--01108--001
*****35.00 *****35.00

Dear Sir:

Enclosed are the original and one copy an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for Branch Realty, Inc., and our check in the amount of \$35.00 in payment of the filing fee. The 1997 annual report and the 1997 intangible tax return were mailed separately for filing.

Please return the confirmation of withdrawal to me at the above address.

Thank you for your assistance.

Sincerely,

Dorothy N. Dowell
Real Estate Specialist

DND/ph
Enclosures

cc: Mr. Richard H. Lee
Ms. Lisa Loftin
Mr. W. Clay Gibson

r fvs APR 29 1997

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

BRANCH REALTY, INC.

(Name of Corporation)

Georgia

(Incorporated Under Laws Of)

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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 John F. Euart, Jr.

(Mailing Address)

1201 Peachtree St., Suite 1600, Atlanta, Georgia 30361

(City - State - Zip)

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

Richard H. Lee

Signature

March 7, 1997

Date

Richard H. Lee

Typed or printed name

Executive Vice President and Secretary

Title