

State of Idaho

Department of State

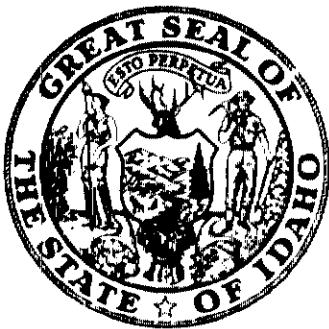
CERTIFICATE OF WITHDRAWAL OF

UPLAND EQUITY PROJECTS COMPANY
File Number C 82263

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of UPLAND EQUITY PROJECTS COMPANY for a Certificate of Withdrawal from this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 17, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shelly Dennis*

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

RECEIVED

SEC. OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-119, *Idaho Code*, the undersigned Corporation hereby applies for a Certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

34 OCT 17 PM 3 02

1. The name of the corporation is Upland Equity Projects Company. The name which it used in Idaho is Upland Equity Projects Company
2. It is incorporated under the laws of NE
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation may be mailed is Martin Tower, Eighth and Eaton Avenues, Bethlehem, PA 18018
7. All sums due or accrued by this corporation to the State of Idaho have been paid.
8. All known creditors or claimants have been paid or provided for, and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

By Kenneth C. Black

And Thomas E. Whitaker

Its President/Vice President (please specify)
FOR

Its Secretary/Assistant Secretary (please specify)

Commonwealth
STATE OF Pennsylvania)
) SS:
COUNTY OF Lehigh)

I, Valerie A. Madea, a notary public, do hereby certify that on this 13th day of October, 19 94, personally appeared before me Kenneth C. Black, who being by me first duly sworn, declared that (s)he is the Vice President of Upland Equity Projects Company. Thomas E. Whitaker, Assistant Secretary, Upland Equity Projects Company that (s)he signed the foregoing documents as _____ of the corporation and that the statements therein contained are true.

Valerie A. Madea

Notary Public

Submit application and filing fee to:

Member Pennsylvania Association of Notaries Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

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DK #: 6977 CUST# 11344

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