

APPLICATION FOR
WITHDRAWAL OF FOREIGN LIMITED PARTNERSHIP

To the Secretary of State of the State of Idaho:

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SEC. OF STATE

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned limited partnership hereby applies to withdraw from the State of Idaho and for that purpose submits the following statement

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1. The name of the limited partnership is Private Healthcare Systems, Ltd.
The name which it used in Idaho is Private Healthcare Systems Limited Partnership

2. It is organized under the laws of Colorado
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 limited partnership that may be mailed is c/o Employee Benefit Services, Inc.
8505 E. Orchard Rd.
Englewood, CO 80111

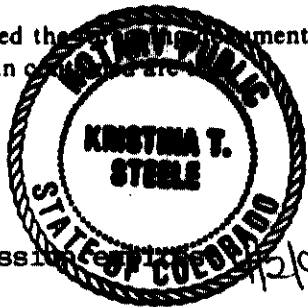
Private Healthcare Systems, Ltd.
By James D. Motz, President
Employee Benefit Services, Inc., General Partner, A General Partner

STATE OF Colorado)
COUNTY OF Arapahoe) ss:

I, Kristina T. Steele, a notary public, do hereby certify that on this 13th day of March, 19 92, personally appeared before me James D. Motz, who being by me first duly sworn, declared that he is a general partner of Private Healthcare Systems, Ltd.

that he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.

Seal



Kristina T. Steele
Notary Public

Name:

My Commission Expires

12/92