

RESIGNATION STATEMENT OF
REGISTERED AGENT AND/OR OFFICE

44103

I, THE PRENTICE-HALL CORPORATION SYSTEM, INC.

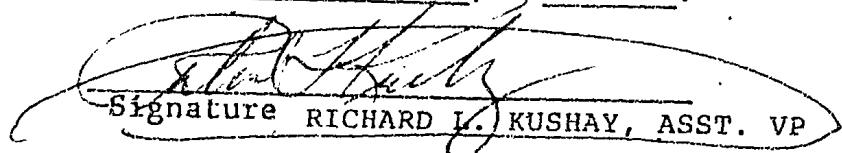
wish to xxx resign as registered agent and/or
xxx discontinue the registered office address

of MONRECO U.S.A., INC. CORPORATE NAME

a corporation organized and existing under the laws in the state of
KENTUCKY

The agency appointment shall be terminated and the registered
office discontinued, if so provided, on the 31st day after the
date on which filed.

In witness whereof, the undersigned has caused this notice
to be executed on the 7TH day of DECEMBER, 1993


Signature RICHARD L. KUSHAY, ASST. VP

THE PRENTICE-HALL CORPORATION SYSTEM INC.
Address
15 COLUMBUS CIRCLE
NEW YORK, NY 10023-7773

RECORDED
no charge
DEC 15 1 37 PM '93

1. Please submit one original signed and two (2) exact or
conformed copies (may be photocopies). The Secretary
of State's office will mail one file stamped copy to
the resigning agent and one file stamped copy to the
Corporation at it principal office address of record.
2. There is no fee for filing the Statement of Resignation.