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PSP DIRECT
prime / sub-prime

December 28, 2001

Via U.S. Mail

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: PSP Financial Services, Inc. dba PSP Direct

Dear Secretary of State:

Please be advised that PSP Financial Services, Inc. dba PSP Direct will cease all business operations on December 12, 2001, including business in Florida. Therefore, enclosed is a signed "Transmittal Letter" and "Application...for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida" along with a check for the requisite fee.

Any questions should be directed to Maria Arakaki, First Fidelity Investment and Thrift, 3061 Edinger Avenue, Tustin, California, 92780. Her telephone number is (949) 936-3235.

Very truly yours,

Stephanie Ochoa
Assistant Vice President,
Licensing & Compliance

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JAN -2 AM 10:15

Withdrawal
WFO 1-10-2002

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

PSP FINANCIAL SERVICES, INC.
(Name of Corporation)

CALIFORNIA
(Incorporated Under Laws Of)

FILED OF STATE
SECRETARY OF CORPORATIONS
2002 JAN -2 AM 10:15

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.

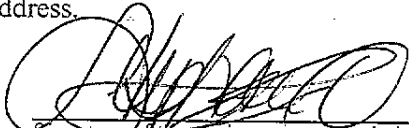
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

First Fidelity Investment
3061 EDINGER AVE., TUSTIN, CA 92780
(Mailing Address)

See above
(City/ State /Zip)

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



Asst. V.P., Licensing & Compliance
Title

Signature of the president or chief executive officer of the board,
president, or a director of the corporation, or a duly authorized
representative of the corporation, who has received the authority to
execute this document on behalf of the corporation.

Stephanie Ochoa

12-12-01

Typed or printed name

Date