

818349

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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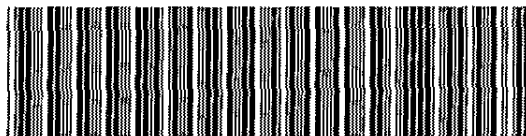
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FIRST COLONY LIFE INSURANCE COMPANY
(Name of Corporation)

DOCUMENT NUMBER: 818349

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

SHELLEY M. SULLIVAN SCHROETER

(Name of Person)

GENWORTH FINANCIAL, INC.

(Firm/Company)

6620 WEST BROAD STREET, BUILDING 1, 3rd FLOOR

(Address)

RICHMOND, VIRGINIA 23230

(City/State and Zip code)

For further information concerning this matter, please call:

SHELLEY M. SULLIVAN SCHROETER

(Name of Person)

at (804) 662-2562

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

FIRST COLONY LIFE INSURANCE COMPANY

(Name of Corporation)

818349

(Document Number of Corporation (if known))

VIRGINIA

(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 for the corporation:

6610 WEST BROAD STREET, BUILDING 2

(Mailing Address)

RICHMOND, VIRGINIA 23230

(City/ State /Zip)

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

Shelley M. Sullivan Schroeter
(Signature of a director, president or other officer - if in the hands of a
receiver or other court appointed fiduciary, by that fiduciary)

January 10, 2007
(Date)

SHELLEY M SULLIVAN SCHROETER
(Typed or printed name of person signing)

ASSISTANT SECRETARY
(Title of person signing)

FILING FEE \$35