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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
Jm
8/14/03



2700 West Plano Parkway • Plano, Texas 75075-8200

Monica Smolenski
Paralegal
(972) 881-6405 FAX (972) 881-6717

August 7, 2003

Florida Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Withdrawl Application
Stonebridge Insurance Company

Dear Sir:

Enclosed please find completed Withdrawl of Authority to Transact Business in Florida Application for Stonebridge Insurance Company and a \$35 check for filing fee. Stonebridge Insurance Company was merged into Stonebridge Life Insurance Company April 1, 2002.

Please acknowledge receipt of this Withdrawl Application on the enclosed copy of this letter. Call me at 972-881-6405 if you need any additional information. Thank you.

Very truly yours,

Monica Smolenski
Monica Smolenski

Acknowledged by _____

Date _____

enclosures



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

STONEBRIDGE INSURANCE COMPANY
(Name of Corporation)

WISCONSIN

(Incorporated Under Laws Of)

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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

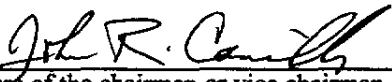
2700 West Plano Parkway
(Mailing Address)

Plano, Texas 75075
(City/ State /Zip)

03 AUG 11 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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


Signature of the chairman or vice chairman of the board,
president, or any officer.

Secretary
Title

John R. Camillo
Typed or printed name

August 4, 2003
Date