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AEGON USA Realty Advisors, Inc.

4333 Edgewood Road NE
Cedar Rapids, Iowa 52499
Phone: 319|398-8645
FAX: 319|369-2188

September 2, 1999

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

FILED
99 SEP -7 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: AEGON USA Realty Management, Inc.

To Whom It May Concern:

This letter is to inform you of the merger of AEGON USA Realty Management, Inc. into AEGON USA Realty Advisors, Inc. The effective date of said merger was December 30, 1998, as recorded in the office of the Secretary of State of Iowa.

I have enclosed one (1) original of the Application for Withdrawal, along with the \$35 filing fees.

If you should have any questions, please feel free to contact me at (319) 398-8645.

Sincerely,

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*****35.00 *****35.00

AEGON USA Realty Advisors, Inc.

Joan Gray

Joan M. Gray, CPS
Senior Administrative Assistant

/jg

Enclosure

*W. H. H. H.
ad 9/14*

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

AEGON USA Realty Management, Inc.

(Name of Corporation)

Iowa

(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.

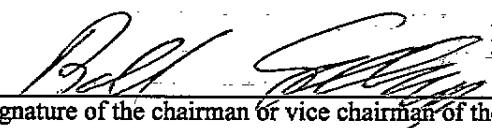
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

AEGON USA Realty Advisors, Inc., Attention: Bill Sindlinger, 4333 Edgewood Road N.E., Cedar Rapids, IA 52499 - 5555

(Mailing Address)

(City/ State /Zip)

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.

Vice President

Title

Bill Sindlinger

August 31, 1999

Typed or printed name

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA