

831323



ACCOUNT NO. : 072100000032
REFERENCE : 686057 7170545
AUTHORIZATION : *Patricia Piggett*
COST LIMIT : \$ 35.00

FILED
00 MAY -4 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 4, 2000

ORDER TIME : 1:19 PM

ORDER NO. : 686057-010

400003240284--0

CUSTOMER NO: 7170545

CUSTOMER: Ms. Jackie A. Ballantine
First Union Corporation
Legal Dept. Pa 4840
1339 Chestnut Street
Philadelphia, PA 19107

FOREIGN FILINGS

NAME: CONGRESS TALCOTT CORPORATION

XX PROFIT
XXXX WITHDRAWAL/CANCELLATION

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

FILE 2ND

CONTACT PERSON: Tamara Odom

RECEIVED
00 MAY -4 PM 3:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
G. COULLETTE MAY 8 2000

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

Congress Talcott Corporation *
(Name of Corporation)

Pennsylvania
(Incorporated Under Laws Of)

FILED
00 MAY -4 PM 4:
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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

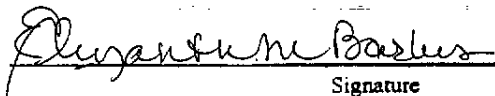
Ms. Jacqueline A. Ballantine, Vice President & Asst. Secretary
First Union - Corporate Secretary Unit
(Mailing Address)

1339 Chestnut Street (PA4840)

Philadelphia, PA 19107
(City/State/Zip)

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

Congress Financial Corporation, successor by merger to
Congress Talcott Corporation


Signature

Senior Vice President and Secretary
Title

Elizabeth M. Barbis
Typed or printed name

Date

* Congress Talcott Corporation, a Pennsylvania Corporation, merged with and into Congress Financial Corporation, a Delaware Corporation, effective March 11, 19