

F93000004508

CT CORPORATION SYSTEM

1201 Peachtree Street, NE
Atlanta, GA 30361
Tel. 404 888 6494
Fax 404 888 6498

December 12, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002372321--5
-12/15/97--01093--019
*****35.00 *****35.00

Re: Southtrust Investment Services, Inc. (DE)
Order #: 1093759

Gentlemen:

As requested by counsel, we enclose for filing a Withdrawal on behalf of this corporation, together with funds in payment of the required fees. This document should be filed on an **expedited basis**.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-241-8922.

Very truly yours,



Ingrid Rolke
Associate Customer Specialist

/ir

Enclosure(s)

Special Instructions: I have included a SASE.

withd.
12-19-97
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 15 AM 11:29

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

SouthTrust Investment Services, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 15 AM 11:29

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.

SouthTrust Corporation, Post Office Box 2554.

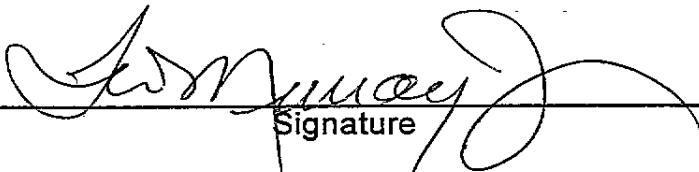
(Mailing Address)

Birmingham, AL 35290

Attn: John D. Buchanan

(City - State - Zip)

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



Signature

Fred W. Murray, Jr.

Typed or printed name

President

Title

DECEMBER 2nd, 1997
Date