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December 21, 1999

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*****87.50 *****43.75

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

Re: Withdrawal of Foreign Corporation/Affinity Retirement Services, Inc.
Dissolution of Domestic Corporation/AmSouth Retirement Services, Inc.

Enclosed is a signed form for withdrawal of The Affinity Group d/b/a Affinity Retirement Systems, Inc. from doing business in Florida. Please return a Certificate of Status to us after the withdrawal process has been accomplished.

Also enclosed is a form for Dissolution of AmSouth Retirement Services, Inc. We also request a Certificate of Status be issued after the Dissolution has been registered. We enclose a check for \$87.50 to cover the costs. Please return the certificates addressed to me at the above address.

Sincerely,



Kenn Boelte
Legal Analyst

Enc.

FILED
00 JAN -6 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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717 17th Street, Suite 1700
Denver, Colorado 80202-3323
www.firsttrust.com

Another Resource From Fiserv

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withdrawal

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

Affinity Retirement Services, Inc.

(Name of Corporation)

Colorado

(Incorporated Under Laws Of)

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00 JAN -6 PM 1:08
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.

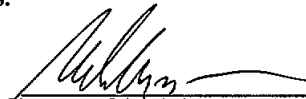
The Affinity Group, Inc. 717 17th Street

(Mailing Address)

Denver, Colorado 80202-3323

(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.

President

Title

Mark W. Massa

12/6/99

Typed or printed name

Date