

F95000001781

February 21, 1997

Skandia America Corporation  
55 Alhambra Plaza  
Coral Gables, FL 33134  
Telephone (305) 461-7400  
Telefax (305) 461-4399  
E-mail saclaw@ix.netcom.com

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

RE: Capital Alliance Insurance Company, Inc., an Alabama  
corporation - Withdrawal of Authority To Transact  
Business in Florida



Skandia

FILED  
97 FEB 24 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Sir or Madam:

Enclosed please find the following documents to effect the withdrawal of Capital Alliance Insurance Company, Inc., an Alabama corporation ("Capital Alliance"), as a foreign corporation in the State of Florida:

1. One original and one copy of the completed withdrawal application duly signed by the president of Capital Alliance;
2. A check made payable to the Department of State for \$87.50 to cover the costs of the filing fee and the cost of one certified copy.

After this withdrawal is completed, please let me know if Capital Alliance would be responsible for filing the 1997 Annual Corporation Report that is due by May 1, 1997.

If you have any questions or need any further information, please contact me at (305) 461-7436. Please return the certified copy to my attention at the following address:

Joan Lancellot  
c/o Skandia America Corporation  
55 Alhambra Plaza  
Coral Gables, FL 33134

Thank you.

Sincerely,

*Joan M. Lancellot*

Joan M. Lancellot  
Assistant Vice President  
& Corporate Paralegal

Enclosures

cc: Nancy P. Gordon  
Maria L. Rodriguez-Scott

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-02/24/97--01112--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

VS FEB 27 1997

*Withdraw.*

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

Capital Alliance Insurance Company, Inc.

(Name of Corporation)

Alabama

(Incorporated Under Laws Of)

**FILED**  
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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.

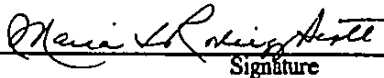
Attn: Nancy Gordon  
55 Alhambra Plaza

(Mailing Address)

Coral Gables, FL 33134

(City/ State /Zip)

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



Signature

President

Title

Maria L. Rodriguez-Scott

Typed or printed name

February 20, 1997

Date