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April 27, 1998

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**Re: Application by Foreign Corporation for Withdrawal for First of America
Mortgage Company**

To Whom It May Concern:

900002535219--7
-05/26/98--01064--009
*****35.00 *****35.00

Enclosed please find an executed Application by Foreign Corporation for First of America Mortgage Company as well as the requisite filing fee.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,

HOWARD & HOWARD ATTORNEYS, P.C.


Lee A. Sartori

cc: Mr. Marty Puchala, Secretary
First of America Mortgage Company w/enclosures
Timothy E. Kraepel, Esq., w/o enclosures
b439\las\cor\corporat.a27

FILED
98 MAY 26 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WATSON
ORC
6-3

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

FIRST OF AMERICA MORTGAGE COMPANY
(Name of Corporation)

STATE OF MICHIGAN
(Incorporated Under Laws Of)

FILED
98 MAY 29 PM 12:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.

ONE FIRST OF AMERICA PARKWAY
(Mailing Address)

KALAMAZOO MICHIGAN 48009
(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

Rick Smalldon
Typed or printed name

5 / 15 / 98
Date