

4/9/97
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**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

GETTYSBURG FUNDING CORP.
(Name of Corporation)

NEW YORK
(Incorporated Under Laws Of)

FILED
97 APR -8 AM 9:41
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.

47-47 203 STREET
(Mailing Address)

BAYSIDE, NEW YORK 11361
(City/ State /Zip)

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



Signature Title
PRESIDENT

GREGG S. MARCUS APRIL 4, 1997
Typed or printed name Date



March 28, 1997

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Axiom Real Estate Management, Inc. (Charter # unknown)
Grubb & Ellis Affiliates, Inc. (Charter #F96000004303)
Grubb & Ellis Asset Services Company (Charter # P37220)
Grubb & Ellis Company (Charter # 848701)
Grubb & Ellis Mortgage Group, Inc. (Charter #072100000032)
Grubb & Ellis Services Corporation (Charter # unknown)

To whom it may concern:

The mailing address for the above corporation(s) for receipt of official communications from your office, including but not limited to, annual reports, tax notices, and other official communications has changed from:

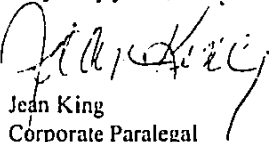
One Montgomery Street
Telesis Tower, 9th Floor
San Francisco, CA 94104

Our new mailing address, effective March 24, 1997 is:

Two Embarcadero Center, Suite 200
San Francisco, CA 94111-3834

Please note your records accordingly and begin sending communications to our new address effective immediately. Please also note that no other information has changed. Enclosed is a copy of this letter, please acknowledge receipt of this letter by file-stamping the copy and returning it in the enclosed, self-addressed, stamped envelope. We appreciate your courtesy in this matter.

Very truly yours,


Jean King
Corporate Paralegal

/s
Enclosures

KS4/1.7

Grubb & Ellis Company
Two Embarcadero Center, Suite 200, San Francisco, CA 94111
(415) 835-1322 Fax (415) 835-1382