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01 FEB 16 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 001308 4307668

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 61.25

ORDER DATE : February 12, 2001

ORDER TIME : 4:24 PM

ORDER NO. : 001308-170

CUSTOMER NO: 4307668

3000003706689--2

CUSTOMER: Ms. Mathilde Kapuano
Sheppard Mullin Richter &
48th Floor
333 South Hope Street
Los Angeles, CA 90071

FOREIGN FILINGS

NAME: INDYMAC MORTGAGE HOLDINGS, INC

XX PROFIT

 NON-PROFIT

XX CORPORATE

 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (3) CERTIFIED COPY

 PLAIN STAMPED COPY

 CERTIFICATE OF STATUS

CONTACT PERSON: Janna Wilson - EXT# 11554 COULLETTE FEB 16 2001

EXAMINER: _____

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

INDYMAC MORTGAGE HOLDINGS, INC.
(Name of Corporation)

DELAWARE
(Incorporated Under Laws Of)

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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.

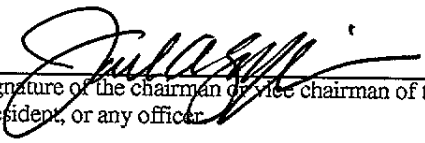
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

155 NORTH LAKE AVENUE, 10TH FLOOR
(Mailing Address)

PASADENA, CA 91101
(City/ State /Zip)

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

	Vice President
Signature of the chairman or vice chairman of the board, president, or any officer	Title
Joel Schiffman	1/4/01
Typed or printed name	Date