



RURBAN
MORTGAGE COMPANY

F970000001014

430 East 3rd Blvd.
Suite 202
Clearwater, FL 34621
(813) 799-8500
FAX (813) 799-8501

A Rurban Financial Corp. Company

July 8, 1997

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

97 JUL 14 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Gentlemen:

In accordance with instructions received, enclosed is the completed withdrawal application for The Peoples Banking Company which was doing business as Rurban Mortgage Company in Clearwater, Florida.

Also enclosed is a check payable to the Department of State in the amount of \$35.00 for the filing fee associated with this withdrawal.

If you have any questions or need further information, please feel free to contact me at (813) 799-8500, extension 226.

Sincerely,


Kenneth A. Joyce
Executive Vice President

KAJ/rf
Enclosure

300002237683--1
-07/14/97--01172--001
*****35.00 *****35.00

foreign withdrawal

7-16-97

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

The Peoples Banking Company (d/b/a Rurban Mortgage Company)
(Name of Corporation)

Ohio

(Incorporated Under Laws Of)

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 State Bank & Trust Company d/b/a Rurban Mortgage Company
(Mailing Address)

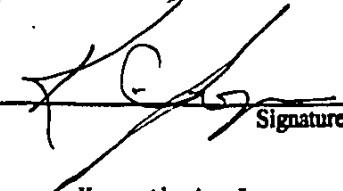
2430 Estancia Boulevard, Suite 202

Clearwater, FL 33761

(City/ State /Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



Signature
Executive Vice President
Title
Kenneth A. Joyce
July 7, 1997

Typed or printed name
Date