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STATE OF NEW YORK )  
 ) ss.  
COUNTY OF NEW YORK )

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT 27 PM 12:00

AFFIDAVIT  
OF ERRONEOUS FILING OF  
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA


I, MICHAEL D. THOMPSON, having been first duly sworn,  
make oath and state:

1. I am the President of American Sterling Insurance  
Agency, Inc., a California corporation ("ASIA").

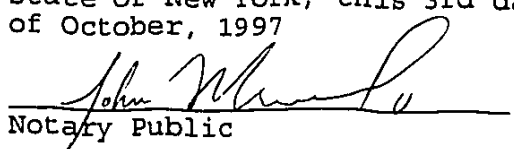
2. In my capacity as the President of ASIA, I attest  
that an Application By Foreign Corporation For Authorization To  
Transact Business in Florida (the "Application") was filed by  
ASIA.

3. Without proper authorization from ASIA, Item 6 to  
the Application (describing the date on which ASIA first  
transacted business in Florida as "upon qualification") was  
responded to inaccurately.

4. Item 6 to the Application should reflect that the  
date ASIA first transacted business in Florida was March 1, 1993.

  
Michael D. Thompson  
President  
American Sterling Insurance  
Agency, Inc.

Subscribed and sworn to before  
me at the City of New York  
State of New York, this 3rd day  
of October, 1997

  
Notary Public

My commission expires: Sept 2, 1999

[SEAL]

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JOHN MINARDO  
Notary Public, State of New York  
No. 01M15084167  
Qualified in New York County  
Commission Expires Sept 2 1999