

Northern Capital Management, Inc.

Growth Investment Advisors

PD2303

JOAN J. WORDEN
ASSISTANT VICE PRESIDENT
COMPLIANCE OFFICER

February 11, 1998

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

300002431483--0
-02/16/98--01081--005
*****35.00 *****35.00

Gentlemen:

Enclosed is the Application By Foreign Corporation For Withdrawal Of Authority To Transact Business Or Conduct Affairs In Florida for Northern Capital Management.

The original and one copy is enclosed. I understand that the copy will be date stamped upon receipt and returned to me for my records. I am including a self addressed, stamped envelope for your convenience in returning the stamped copy to me. This will serve as our verification that the document has been processed. Also enclosed is a check for \$35.00 to cover the Filing Fee.

Thank you for your assistance in this matter. If you have any questions, you may contact me at (608) 828-8107.

Sincerely,

Joan Worden
Compliance Officer

Enclosures

W. J. Worden
FILED
98 FEB 16 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 16 1998

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

Northern Capital Management Incorporated
(Name of Corporation)

State of Wisconsin
(Incorporated Under Laws Of)

FILED
98 FEB 16 AM 8:47
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.

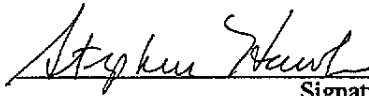
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

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.

8018 Excelsior Drive, Suite 300
(Mailing Address)

Madison, Wisconsin 53717-1951
(City/ State /Zip)

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



Signature

Chairman and CEO

Title

Stephen L. Hawk, Ph.D.

Typed or printed name

2/11/98

Date