

THE AFFINITY GROUP

P 26362

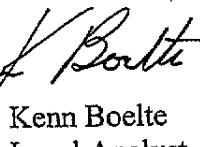
August 16, 1999

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Merger of Foreign Corporations

Enclosed is a check for \$70.00 and a copy of Articles of Merger for Affinity Group, Inc. and First Retirement Marketing, Inc. both of which are Colorado corporations. I also provide a second copy which I ask to have file stamped and returned in the self-addressed envelope I have provided.

Sincerely,

  
Kenn Boelte  
Legal Analyst

Enc.

200002973992--5  
-08/30/99--01124--012  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

With  
10-11-99  
BHS

FILED  
99 OCT -8 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# FIRST TRUST

First Trust Corporation  
P.O. Box 173801  
Denver, Colorado 80217-3301  
(303) 293-2223

October 4, 1999

Mr. Doug Spitler  
Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

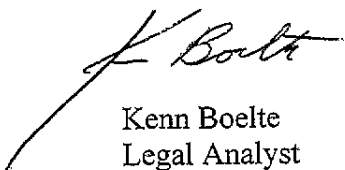
Re: Withdrawal Form Filing

Dear Mr. Spitler:

Enclosed is a completed Withdrawal form for First Retirement Marketing, Inc. We have previously sent a merger form and filing fees. Will you please return the excess filing fees together with a file stamped copy of the withdrawal form.

Thank you for your assistance over the phone.

Sincerely,



Kenn Boelte  
Legal Analyst

Enc.

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99 OCT -8 PM 12:54  
TALLAHASSEE, FLORIDA

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

First Retirement Marketing, Inc.

(Name of Corporation)

Colorado

(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.

Affinity Group, Inc. 717 17th Street

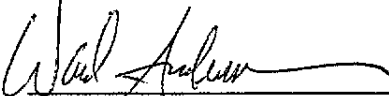
(Mailing Address)

Denver, Colorado 80202

(City/ State /Zip)

FILED  
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DEPT. OF STATE  
TALLAHASSEE FLORIDA

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



Signature of the chairman or vice chairman of the board,  
president, or any officer.

Vice-President

Title

Ward Anderson

Typed or printed name

10/3/99

Date