

P41046

P. O. Box 380
Long Beach, CA 90801



First Colony Financial Group
The First National Mortgage Exchange, Inc.
41812 San Vicente Boulevard, Suite 300
Los Angeles, California 90049-5922
(310) 417-8499 (800) 637-MONY
Fax (310) 417-8994 Toll Free Fax (888) 424-FCFE

August 21, 1998

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
AMENDMENT SECTION/CORPORATE RECORDS
P. O. Box 6327
Tallahassee, Florida 32314

Re: Withdrawal of Authority
To Do Business - #P41046
Withdrawal of Registration
of Fictitious Name - #G95356000154

300002627929--0
-08/28/98--01076--012
*****35.00 *****35.00

Gentlemen:

In compliance with your letter, dated July 30, 1998,
enclosed are the following:

- 1.) Our UBC Check Number 1833, dated August 20, 1998
in the amount of THIRTY FIVE (\$35.00) DOLLARS
payable to the Department of State of Florida to
cover the required filing fee;
- 2.) Completed Application By Foreign Corporation For
Withdrawal of Authority to Transact Business in
Florida duly executed with a duplicate copy;
- 3.) Original Document Number P41046; and
- 4.) Original Registration Number G9535000154.

Returned
9-1-98

Please take note also of our new mailing address as
indicated above in this letterhead.

Yours truly,

SENEN DE LA TORRE
Corporate Secretary

/S
ENCLS: a/s
cc: FL-File

FILED
98 AUG 28 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
NFB
9-1-98

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

THE FIRST NATIONAL MORTGAGE EXCHANGE, INC.
(Name of Corporation)

State of Delaware
(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.

Post Office Box 380
(Mailing Address)

Long Beach, CA 90801
(City/ State /Zip)

FILED
98 AUG 28 PM 4:52
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

Corporate Secretary
Title

SENEN DE LA TORRE
Typed or printed name

August 21, 1998
Date