

State of Idaho

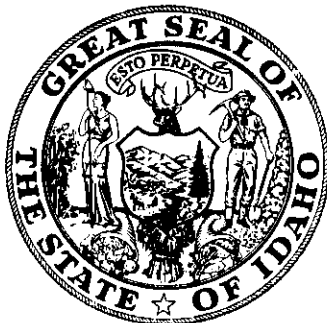
Department of State

CERTIFICATE OF WITHDRAWAL
OF
ADJUSTORS CORPORATION OF AMERICA, INC.
File Number C 73252

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: June 15, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Colleen Spenser*

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)



FILED JUN 15 AM 11:00 STATE OF IDAHO

To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, Idaho Code, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is ADJUSTORS CORPORATION OF AMERICA, INC.

The name which it used in Idaho is ADJUSTORS CORPORATION OF AMERICA, INC.

2. It is incorporated under the laws of NEW YORK

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is 501 Fifth Avenue, New York, New York, 10017

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

By *[Signature]*

Its President
(specify capacity of signer)

Customer Acct # : _____

(if using pre-1000000000 account)

IDAHO SECRETARY OF STATE

06 JUN 1998 11:00 AM

CK: 10074 CT: 100001 BH: 119635

1 @ 20.00 = 20.00 FOR WITHDR

C73252

g:\corpforms\ACW/pm6 Revised 7/87