

State of Idaho

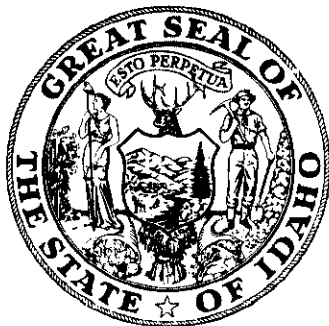
Department of State

CERTIFICATE OF WITHDRAWAL
OF
SECURITIES AMERICA ADVISORS, INC.
File Number C 121683

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: December 28, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Reines*

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)

98 DEC 28



SECRETARY OF STATE
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 SECURITIES AMERICA ADVISORS, INC.

The name which it used in Idaho is SECURITIES AMERICA ADVISORS, INC.

2. It is incorporated under the laws of NEBRASKA
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 7100 W CENTER ROAD #500 OMAHA NE 68106
7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

By

Its

SENIOR VICE PRESIDENT

(specify capacity of signer)

Customer Acct # :

(If using pre-paid account)

IDAHO SECRETARY OF STATE

12/28/1998 09:00
CK: 6321 CT: 98256 BH: 173642

1 @ 20.00 = 20.00 FOR WITHDR # 2

C 121683