

Law Offices of
SEIDEN, ALDER, ROTHMAN, PETOSA & MATTHEWMAN, P.A.

REPLY TO: BOCA RATON

F00000001723

November 8, 2001

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

600004676026--4
-11/13/01--01030--014
*****35.00 *****35.00

Re: Resignation of Registered Agent - Inactive Corporation
First Entertainment Holding Corp.

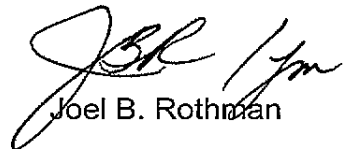
Dear Sir or Madam:

Enclosed please find our check number 6181 in the amount of \$35.00 representing the fee for my resignation as Registered Agent for the above-referenced inactive corporation. Also enclosed is the required Resignation of Registered Agent form.

If you have any questions or comments, please contact us.

Thank you for your prompt attention to this matter.

Very truly yours,


Joel B. Rothman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV 13 PM 3:55

JBR:jm

enc.

cc: Howard B. Stern, Chairman - Via Certified Mail Return Receipt No. Z 337 725 161
First Entertainment Holding Corp.,
a Florida corporation
5698 St. Anne's Way
Boca Raton, FL 33496

Mr. Alan L. Talesnick - Via Certified Mail Return Receipt No. Z 337 725 162
Patton Boggs, LLP
1660 Lincoln Street, Suite 1900
Denver, Colorado 80264

RA/RES
11/15/01
10

44 West Flagler Street
Courthouse Tower - Suite 1100
Miami, Florida 33130
305.577.3707
Fax: 305.424.1707

2300 Glades Road
West Tower - Suite 340
Boca Raton, Florida 33431
Phone: 561.416.0170
Fax: 561.416.0171

301 Clematis Street
Suite 3000
West Palm Beach, Florida 33401
Phone: 561.832.8790
Fax: 561.416.0171

RESIGNATION OF REGISTERED AGENT

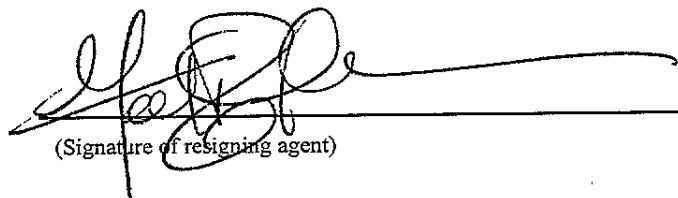
Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, Joel B. Rothman
(Name of registered agent)

hereby resigns as Registered Agent for First Entertainment Holding Corp.
(Name of corporation)

A copy of this resignation was mailed to the above-listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.


(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or printed name)

(Capacity)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV 13 PM 3:55

Fee for filing this document:
\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P O Box 6327
Tallahassee, FL 32314