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January 24, 2003

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Wind & Rain Foundation, Inc. n/k/a
Arden Housing Foundation, Inc.
Document Number N02000007574

Gentlemen:

Enclosed please find a check for \$140.00 for filing fees together with the following documents for the above referenced company:

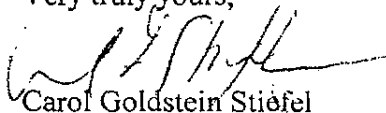
1. Statement of Change of Registered Office and Registered Agent,
2. Amendment to the Articles of Incorporation
3. Resignation of Director (2).

Please change your records accordingly. Please return all correspondence concerning this matter to me at:

Carol Goldstein Stiefel, Esq.
1550 Madruga Avenue
Suite 120
Coral Gables, Florida 33146

If you have any questions, please feel free to contact me at 305-661-4600 ext. 208.
Thank you for your assistance.

Very truly yours,


Carol Goldstein Stiefel

Enclosures

Resignation Letter

Effective as of January 24, 2003, I hereby resign as a director of Wind & Rain Foundation, Inc.



Mark L. Rivlin

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 JAN 27 PM 5:09