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(Requestor's Name)

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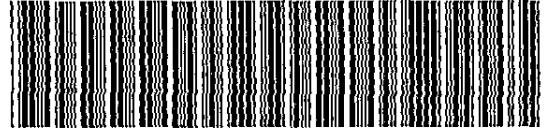
(Business Entity Name)

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DIVISION OF CORPORATIONS
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O/D resign

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12/20*

MARK R. LEWIS, PA
ATTORNEY AT LAW
COAST BANK COMPLEX
6830 CENTRAL AVENUE, SUITE D
ST. PETERSBURG, FLORIDA 33707

MARK R. LEWIS, SR.

PHONE 727-381-1946
FAX 727-384-4633

December 09, 2005

File no. Melissa S. Ballmann/Merger of CTA and LSRE

Florida Dept State - Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Ballman, Melissa: Merger CTA and LSRE

Dear Sirs:

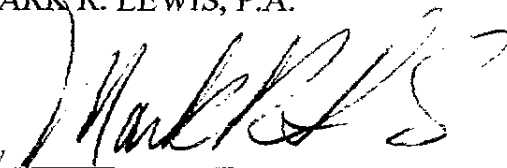
Please find enclosed our check and the Articles of Merger for Creative Times Academy, Inc., and LSRE, Inc. Also, please find enclosed a copy of same. Please provide the undersigned with a certified copy.

Also enclosed is a resignation for Larry W. Stephens as an officer and director along with the filing fee of \$35.00.

Please call me if you have any questions.

Yours very truly,

MARK R. LEWIS, P.A.

By 

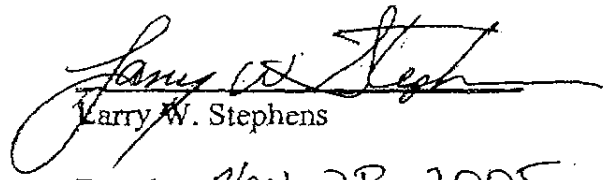
MARK R. LEWIS, Sr.

MRL/
Enc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2005 DEC 12 PM 2: 20

Officer/Director Resignation

I, Larry W. Stephens, hereby resign as an officer and director of LSRE, Inc., a corporation organized under the laws of the State of Florida, effective November 28, 2005, and affirm that the Corporation has been notified in writing of the resignation.



Larry W. Stephens

Dated: Nov. 28. 2005

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Filing Fee is \$35.00

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