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CR2E031(7/97)

Examiner's Initials/

OFFICER / DIRECTOR RESIGNATION

I, <u>VEBRA L. MORSE</u> , hereby resign as <u>VICE - PRESIDENT</u> (Title)
of PROSPERITY 1 INC. (Name of Corporation)
a corporation organized under the laws of the State of FLORIDA
and affirm that the corporation has been notified in writing of the resignation.
(Signature of resigning officer/director)

FILING FEE IS \$35.00

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