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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: XYNERGIA, INC.

(Name of Corporation)

DOCUMENT NUMBER: P01000064729

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MICHAEL CHOLOBEL, ESQ.

(Name of Person)

MICHAEL CHOLOBEL, P.A.

(Name of Firm/Company)

4300 BISCAYNE BLVD., STE. 205

(Address)

MIAMI, FL 33137

(City/State and Zip Code)

For further information concerning this matter, please call:

MICHAEL CHOLOBEL

(Name of Person)

at (305) 438-9888

(Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Mailing Address:

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

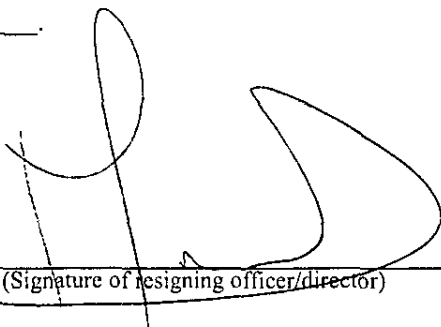
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, MARIO F. FARIAS, hereby resign as PRESIDENT
(Title)

of XYNERGIA, INC.
(Name of Corporation)

P01000064729, a corporation organized under the laws of the State of
(Document Number, if known)

FLORIDA


(Signature of resigning officer/director)

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