

PD6000003/82

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TALLAHASSEE, FLORIDA

[Handwritten signatures]

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AQUA CLEAR SYSTEMS, INC
(Name of Corporation)

DOCUMENT NUMBER: P0600000 3182

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

Please return all correspondence concerning this matter to the following:

FRANK LOUREIRO
(Name of Person)

AQUA CLEAR SYSTEMS, INC
(Name of Firm/Company)

2217 ROSWELL RD - STE B2
(Address)

MARIETTA, GA 30062
(City/State and Zip Code)

For further information concerning this matter, please call:

FRANK LOUREIRO at (678) 460-5230
(Name of Person) (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

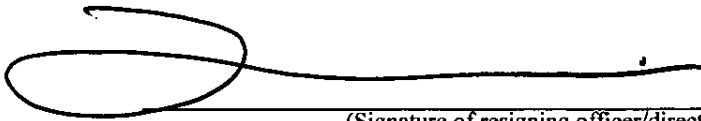
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, JOHN CARBONE, hereby resign as DIRECTOR / COO / SECRETARY
(Title)

of AQUA CLEAR SYSTEMS, INC.
(Name of Corporation)

P06000003182, a corporation organized under the laws of the State of
(Document Number, if known)

FLORIDA



(Signature of resigning officer/director)

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TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:

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