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Department of Corporations,
P.O. Box 6327,
Tallahassee, FL 32314

April 24, 1997

Attn: Steve Harris

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*****35.00 *****35.00

Dear Mr. Harris,

As we discussed on the telephone, I am sending you this letter to inform you that on January 24, 1997, I resigned my position as Vice President with Carrollwood Futon Company, a Florida corporation, f/k/a Smarter Sofa Sleepers, Inc.

At this time I am requesting that my name be removed as an officer of this corporation immediately. Please find enclosed a check in the amount you requested and a copy of my resignation letter to the corporation dated January 24, 1997.

Sincerely,

Terry Black

Terry Black
16203 Country Crossing Dr.,
Tampa, FL 33624

FILED
97 APR 29 AM 9:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

VB MAY 8 1997

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