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MITTELBERG & NICOSIA

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

SUITE 102

BARRY STEVEN MITTELBERG, P.A.*
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*ADMITTED NEW YORK ONLY

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REPLY TO:
FORTLAUDERDALE OFFICE

June 5, 2001

HOLLYWOOD, FLORIDA OFFICE 2455 HOLLYWOOD BOULEVARD HOLLYWOOD, FLORIDA 33020 TEL: (954) 921-1211

NEW YORK, NEW YORK OFFICE 67 WALL STREET, SUITE 2211 NEW YORK, NEW YORK 10005 TEL: (212) 323-7917

TEL: (212) 323-7917 FAX: (212) 828-5458

Secretary of State 409 E. Gaines Street Tallahassee, Florida 32301

Re: Cre8tiv Juice Group Miami Beach, Inc.

200004397889--0 -06/12/01--01007--001 *****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find for filing an original UCC-1 Form, along with a Resignation of Officer and Director of Cre8tiv Juice Group Miami Beach, Inc. and two (2) checks in the amounts of \$35.00 and \$28.00, respectively for your filing fee.

Please file same and return a file stamped copy to our office in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

Sylvin Gomer Level A ...

Sylvia Gomez, Legal Assistant

/sg Enclosure

RESIGNATION OF OFFICER AND DIRECTOR OF ESIGNATION OF OFFICER AND DEACH, INC. 01 JUN 12 AM 9: 05

Department of State TO: Tallahassee, Florida 32301

PLEASE TAKE NOTICE that the undersigned hereby resigns as the Officer, Director and Shareholder of Cre8tiv Juice Group Miami Beach, Inc., a Florida corporation having its registered office at 419(C) Espanola Way, Miami, Florida 33139.

The undersigned hereby stipulates and agrees that he is relinquishing any right, title or interest in this corporation whether it be as a shareholder, officer, director, or the like.

This resignation shall take effect on the date set forth below.

DATED this 201 day of April, 2001.

MICHAEL PHILIPSON, as Officer and Director

STATE OF FLORIDA)SS **COUNTY OF DADE**

The foregoing instrument was acknowledged before me this 2001 day of April, 2001 by MICHAEL PHILIPSON, who is personally known to me [or has produced_ as identification).

> NOTARY PUBLIC State of Florida at Large

My Commission expires:

LORRAINE PENNETTI Notary Public - State of Horida My Commission Expires Jul 27, 2002