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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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RECEIVED  
98 AUG 14 AM 9:45  
DIVISION OF CORPORATION

officer Resignation

see 8/14

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE, JIM SMITH, SECRETARY OF STATE

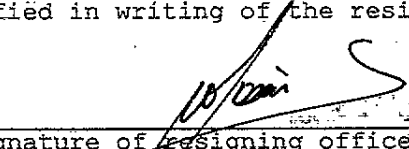
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA

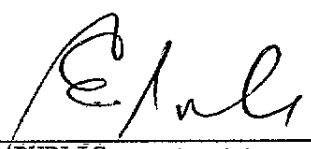
COUNTY OF DADE

MANUEL ORLANDO GARCIA after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

MANUEL ORLANDO GARCIA hereby resigns as PRESIDENT / Chairman (Title)  
of PROPER COMPOSITION Inc., a Florida Corporation;  
(Name of the Corporation)  
That the Corporation has been notified in writing of the resignation.

  
Signature of resigning officer/director

Sworn to and subscribed before me this 6 day of August 98

  
NOTARY (PUBLIC)  
EDWARD BHANUJALINGAM  
Notary Public, State of New York  
No. 43-4933148  
Qualified in Richmond County  
Commission Expires July 25, 2000

My Commission expires \_\_\_\_\_

FILING FEE IS \$35

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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