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SAPERSTON & DAY, P.C.

ATTORNEYS AT LAW

800 FIRST FEDERAL PLAZA

ROCHESTER, NEW YORK 14614-1999

716-325-7570

NOT FOR SERVICE

FAX: 716-325-5458

**BUFFALO OFFICE:**

1100 M&T CENTER  
THREE FOUNTAIN PLAZA  
BUFFALO, NY 14203-1486  
716-856-5400

FAX: 716-856-0139

**SYRACUSE OFFICE:**

360 SOUTH WARREN STREET  
SYRACUSE, NY 13202-2017  
315-422-5900

FAX: 315-422-6196

September 2, 1999

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Aston Worldwide Animation, Inc.  
Incorporated: September 9, 1998**

Dear Gentlemen/Ladies:

Enclosed please find resignation of Terry L. Locke, one of the initial directors who is listed in the Articles of Incorporation for the above corporation. Please accept this document for filing. Enclosed is our client's check in the amount of \$35.00 made payable to "Florida Department of State" to pay for the filing.

Should you have any questions in regard to the above, please do not hesitate to contact us directly.

Yours sincerely,

SAPERSTON & DAY, P.C.



Don H. Twietmeyer

DHT/nla  
Enclosures

Library: rochdocs Doc #: 128207 v1

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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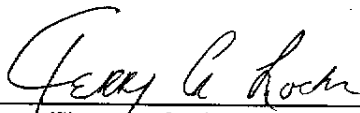
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**OFFICER / DIRECTOR RESIGNATION**

I, Terry L. Locke, hereby resign as Director of Aston Worldwide Animation, Inc.,

a corporation organized under the laws of the State of Florida, effective as of September 9,

1998, and affirm that the corporation has been notified in writing of the resignation.



(Signature of resigning officer/director)

Terry L. Locke  
3100 N. 29<sup>th</sup> Court  
Hollywood, Florida 33020

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILING FEE IS \$35.00**

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