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GRADY & ASSOCIATES

LEGAL PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

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February 7, 2002

SECURITIES
LITIGATION

SECURITIES
ARBITRATION

Florida Department of State
Division of Corporations
Amendments Department
409 E. Gaines Street
Tallahassee, FL 32399

400004911264--8
-02/12/02--01039--008
*****927.50 *****35.00

Re: Sandwich Stop U.S.A., Inc.

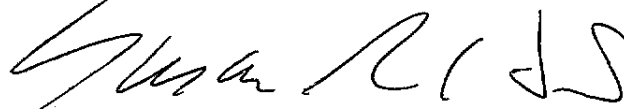
To Whom It May Concern:

Enclosed is Thomas R. Grady's duly executed form for his resignation as registered agent for Sandwich Stop U.S.A., Inc. The enclosed check includes the \$35.00 fee. A copy of the form has been sent to Sandwich Stop U.S.A., Inc.

If you have any questions or need any further information, please call me.

Very truly yours,

GRADY & ASSOCIATES, L.P.A.



Susan R. Healy

SRH/grk

Enclosures

cc: Thomas R. Grady, Esq.

SRH\TRGRA\DOC.SandwichStopUSA.ltr.doc

RA/RW
2/13/02
(10)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 12 AM 11:51

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509, Florida Statutes, the undersigned, Thomas R. Grady
(Name of registered agent)

hereby resigns as Registered Agent for Sandwich Stop U.S.A., Inc.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

[Handwritten Signature]
(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 12 AM 11:51

Fee for filing this document:
\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation ✓

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314