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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

August 5, 2002

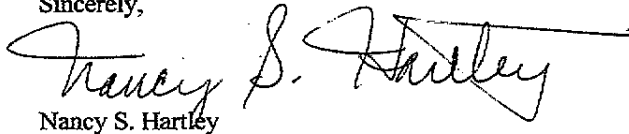
Nancy S. Hartley
1314 Henry Ave.
Spring Hill, FL 34608-5117

Division of Real Estate
1940 N. Monroe St.
Tallahassee, FL 32399-0783

To Whom It May Concern:

In compliance with Florida State Law, I hereby resign my positions as
VPSD of Hartley Realty Corp. as of this date 8/5/2002.

Sincerely,


Nancy S. Hartley

PS
9/9/02
res.



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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, NANCY S. HARTLEY, hereby resign as VPSD
(Title)

of HARTLEY REALTY CORP.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA

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

Nancy S. Hartley
(Signature of resigning officer/director)

FILING FEE IS \$35.00

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