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JEFFREY P. MANNERS, PA.
* ALSO ADMITTED IN TEXAS

JOSEPH P. MANNERS
OF COUNSEL

January 7, 1997

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

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-01/14/97--01082--008
*****35.00 *****35.00

RE: Officer/Director Resignation

Dear Kind Person:

Enclosed please find an original and copies of the Secretary of Stainless Equipment Company, Inc.'s resignation.

Please return the extra copy of the Resignation with your file stamp to the undersigned in the enclosed self addressed and stamped envelope.

We enclose our firm's check in the amount of \$35.00 to cover the filing fee.

Sincerely,



Jeffrey P. Manners

FILED
JAN 13 AM 10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JPM/cg
Encs.
c: Mr. Roy Diehl

O/D resig.

VS JAN 22 1997

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

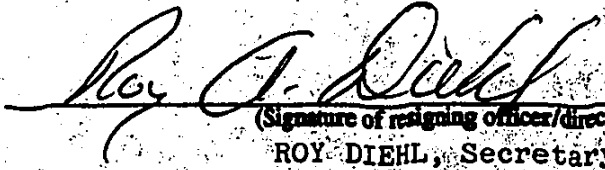
FILED
97 JAN 13 AM 10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, Roy Diehl, hereby resign as Secretary
(Title)

of Stainless Equipment Company, Inc.
(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.


(Signature of resigning officer/director)
ROY DIEHL, Secretary

FILING FEE IS \$35.00

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