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of Counsel
Philip C. Owen

474418

June 23, 1998

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

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RE: KW Shops, Inc.

Gentlemen:

Enclosed please find an original and one copy of a Resignation of Registered Agent, in connection with the above-referenced corporation. After filing the original, please send us a stamped filed copy in the enclosed pre-addressed and stamped envelope. Also enclosed please find our check in the amount of \$87.50 for the filing fee.

Should you have any questions, please contact the undersigned.

Yours truly,

Edwin W. Held, Jr.

Edwin W. Held, Jr.

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Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

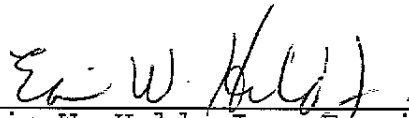
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RESIGNATION OF REGISTERED AGENT

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

Pursuant to the provisions of Section 607.0502(2), Florida Statutes, the undersigned, Edwin W. Held, Jr., hereby resigns as Registered Agent for KW Shops, Inc.

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.


Edwin W. Held, Jr., Esquire
Fischette, Owen, Held & McBurney
1301 Riverplace Blvd., Ste. 1916
Jacksonville, Florida 32207
(904) 398-7036
(904) 398-4283 Facsimile

Copy furnished to:

KW Shops, Inc.
1101 Monroe Street
Toledo, Ohio 43697-1030

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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