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January 12, 2000

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

FILED  
00 JAN 14 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

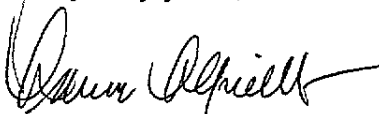
Re: Gateway Investments, Inc.  
Our File No. 093.001

300003039083--3  
-01/14/00--01066--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

To The Reader:

Enclosed is an original, executed Officer/Director Resignation, signed by Gary Eisenberg, as well as our firm's check no. 23718 in the amount of \$35.00, representing the filing fee.

Very truly yours,



Laura L. Guilbeau  
Paralegal

Encl.

cc: Andrew B. Hellinger, Esq.

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**OFFICER / DIRECTOR RESIGNATION**

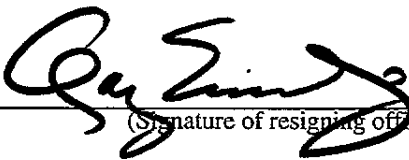
**FILED**  
00 JAN 14 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Gary Eisenberg, hereby resign as sole Officer and Director  
(Title)

of Gateway Investments, 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.

  
(Signature of resigning officer/director)

**FILING FEE IS \$35.00**