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ABRAMS, ETTER & MARKS, P.A.
ATTORNEYS AT LAW

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PLEASE REPLY TO: MIAMI

December 17, 2001

Florida Division of Corporation
PO Box 6327
Tallahassee, FL 32314

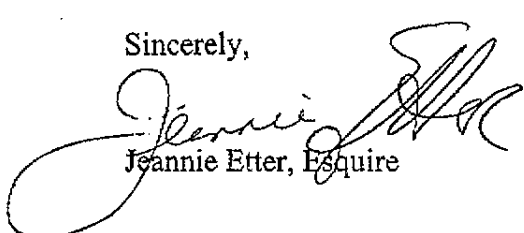
Re: Mr. Frank J. Adler
FEI # 591994907

To whom it may concern:

Enclosed please find the resignation of Frank J. Adler as an officer and director of ~~FEA~~ Inc. effective as of Tuesday, November 13, 2001. We request you make the appropriate changes, if any.

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,


Jeannie Etter, Esquire

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1-11-02
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JE:el
enclosures

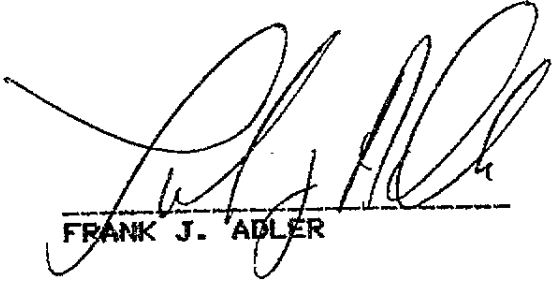
cc: Frank Adler

FILED
02 JAN -2 AM 11:56
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

Frank J. Adler
1271 94th Street
Bay Harbor Island, Florida 33154
Tel: (305) 864-0367

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, FRANK J. ADLER, hereby resign as an officer and director of FJA, Inc. (FEI Number 591994907) effective as of November 13, 2001.



FRANK J. ADLER