

CT CORPORATION SYSTEM

857804

111 Eighth Avenue  
New York, NY 10011

November 5, 1999

RE: RAINBOW FORD, INC.	(DE.DOM.)
RAND-MARK SOUTH, L INC.	(FL. DOM.)
RENWOOD OF ILLINOIS, INC.	(IL.DOM.)
RESOURCE MORTGAGE AND INVESTMENT CO. II, INC.	(TX. DOM.)
TRIO BROADCASTERS, INC.	(AL. DOM.)

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Fl. 32399

100003043201--6  
-11/12/99--01108--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

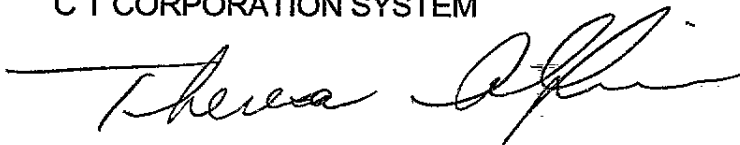
Dear Sir:

We enclose resignation executed in duplicate, by the agent for service of process for each of the above corporations. Also enclosed are 5 checks in the amount of \$35.00 each to cover the required filing fee.

Please acknowledge receipt by signing and returning the enclosed copy of this letter. For your convenience, we enclose a stamped self-addressed envelope.

Very truly yours,

C T CORPORATION SYSTEM



Theresa Alfieri  
Senior Supervisor

TA:lk  
enclosure

99 NOV 12 AM 8:36  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RA. Resignation  
A CCH LEGAL INFORMATION SERVICES COMPANY

T BROWN NOV 18 1999



Florida Department of State, Jim Smith, Secretary of State

FILED  
99 NOV 12 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESIGNATION OF REGISTERED AGENT**

Pursuant to the provisions of sections 607.0502(2) or 607.1509, Florida Statutes, the

undersigned, C T CORPORATION SYSTEM hereby resigns as  
(name of registered agent)

Registered Agent for RAINBOW FORD, INC.  
(name of corporation) DELAWARE

ORGANIZED UNDER THE LAWS OF THE STATE OF \_\_\_\_\_

A copy of this resignation was mailed to the above listed corporation at its last known address. c/o The Power Engineering Group  
1525 N.W. 167, Suite 145  
Miami, Fl. 33169

Att: George Scopetta, Vice President  
The agency is terminated and the office discontinued on the 31st day after the date on which the statement was filed.

*Theresa Alfieri*  
SIGNATURE  
ASSISTANT SECRETARY

**FEE FOR FILING THIS DOCUMENT:**  
\$87.50-Active Corporation  
\$35.00-Administratively Dissolved Corporation