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TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations
SUBJECT: Madison First Financial, Inc. (Name of Corporation)
DOCUMENT NUMBER:
The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:
Tim Clark (Name of Person)
Madison First Financial, Inc. (Name of Firm/Company)
801 Springdale Prive
Exton P.A. 19341 (City/State and Zip Code)
For further information concerning this matter, please call:
Tim Clark at (484) 713-1776 (Name of Person) at (484) 713-1776 (Area Code & Daytime Telephone Number)
Enclosed is a check for \$35.00 made payable to the Florida Department of State.
Mailing Address:Street Address:Amendment SectionAmendment SectionDivision of CorporationsDivision of CorporationsP.O. Box 6327409 E. Gaines StreetTallahassee, FL 32314Tallahassee, FL 32399



April 6, 2005

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

Re: Change in corporate ownership

EIN # 23-2977524 File # F03000000743

To Whom It May Concern,

Please accept this letter as official notification that James C. Covis is no longer a shareholder in Madison First Financial, Inc. All interests have been transferred to the remaining shareholder Timothy A. Clark. Please adjust your records accordingly.

Sincerely,

Timothy A. Clark

Remaining Shareholder

President

James C. Covis Departing Shareholder



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 20, 2005

TIMOTHY A. CLARK MADISON FIRST FINANICAL, INC. 801 SPRINGDALE DRIVE EXTON, PA 19341

SUBJECT: MADISON FIRST FINANCIAL, INC.

Ref. Number: F03000000743

The shareholders of a corporation is not registered with the Division of Corporation, only the officers/directors.

Our records show James C. Covis is listed as an officer/director.

To file a resignation as an officer or director with this office, the enclosed form should be completed and returned with a filing fee of \$35 per person resigning.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis Document Specialist Supervisor

Letter Number: 705A00027095

11, 1310N OF CORPORATION

OFFICER / DIRECTOR RESIGNATION FOR A CORPORATION

FILED

05 MAY -3 PM 1: 09

SEUNETARIO STATE
TALLAMAN ENTITES

I, James Covis	, hereby resign as Vice Fresionis (Title)
of MADISON FIRST	(Name of Corporation)
(Document Number, if known)	, a corporation organized under the laws of the State of
Pennsy want	· · · · · · · · · · · · · · · · · · ·

(Signature of resigning officer/director)

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314