F9500000000000

WASHINGTON, D.C.
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
JEFFERSON CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
LOS ANGELES, CALIFORNIA
IRVINE, CALIFORNIA

ONE METROPOLITAN SQUARE
211 NORTH BROADWAY, SUITE 3600
ST. LOUIS, MISSOURI 63102-2750
(314) 259-2000

FACSIMILE: (314) 259-2020

RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE,
A MULTINATIONAL PARTNERSHIP.

LONDON, ENGLAND

(314) 259-2357

CONNIE B. WALSH LEGAL ASSISTANT

August 31, 2000

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32301

200003395912--1 -09/06/00--01101--001 ******70.00 ******35.00

Re:

Race Rock International, Inc.(Charter No. F95000000802) Race Rock Real Estate, Inc. (Charter No. F95000003293)

Dear Sir or Madam:

Enclosed for filing on behalf of the two above-named corporations please find Officer Resignation in duplicate together with a check in the amount of \$70 for the total filing fees. Upon review, please return the appropriate filed stamped copy to me in the envelope enclosed and revise your records accordingly.

If you have any questions regarding the enclosed or requests for additional information or fees, please call me collect at your earliest convenience. I thank you in advance for your cooperation in this matter.

Very truly yours,

Connie B. Walsh Legal Assistant

CBW/pp Enclosures

OFFICER RESIGNATION OF

RACE ROCK REAL ESTATE, INC. F95000003293

JOSEP-6 PM 3:37

TALLAHASSEE, FLORIDA

I, Robert B. Moore, hereby resign as a Director, President and Secretary of Race

Rock Real Estate, Inc., a corporation organized under the laws of the State of Missouri and affirm that the corporation has been notified in writing of the resignation.

Robert B. Moore