



WATERFORD STERLING

THE FIRST NAME IN FINANCIAL RELATIONS
HONG KONG • SALT LAKE CITY • ORLANDO

F960000006601

August 18, 1997

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

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-09/08/97--01141--004

*****87.50 *****87.50

To Whom It May Concern:

At present, Waterford and Sterling Corporation is a foreign for-profit corporation in good standing with the state of Florida. This letter serves to inform you that I will no longer be listed as a registered agent of Waterford & Sterling.

Future correspondence should be sent to:

Jeffrey Martin
9025 S. 700 W
Sandy, UT 84070

The telephone number for Mr. Martin is (801) 255-8500.

Sincerely,


Thomas L. Tedrow

fc: Jeffrey Martin

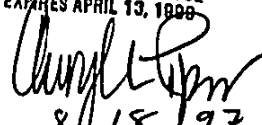
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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CHERYL L. PIPER
COMMISSION # CC452832
EXPIRES APRIL 13, 1998


8/18/97

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Florida Department of State, Sandra B. Mortham, Secretary of State

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, THOMAS L. TEDROW
(Name of registered agent)

hereby resigns as Registered Agent for THE Waterford & Sterling Corporation
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Thomas L. Tedrow
(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

APPROVED
AND
FILED
9/18/97
5:05 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation