

F98000000324

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HUGH MCPHEETERS, JR.

WRITER'S DIRECT LINE

October 6, 1999

BY FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **AFFILIATED METROPOLITAN CONTRACTORS, INC., A TEXAS CORPORATION**

Dear Sir/Madam:

Enclosed please find an original and a copy of a Resignation of Registered Agent and a statement by Phyllis J. Cobb, the alleged Registered Agent for the referenced corporation, which was qualified to transact business in the State of Florida on January 20, 1998 and assigned document number F98000000324. Also enclosed is check made payable to Secretary of State in the amount of \$35.00 to cover the fee for filing a resignation of registered agent for a dissolved corporation. Please file this resignation as quickly as possible. Then, file stamp the enclosed copy and return it to our office in the envelope provided.

Should you have comments or require additional information, please contact the undersigned immediately.

Very truly yours,

Lisa Folis

Lisa Folis
Corporate Paralegal

LAF/encls-370538

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEWIS OCT 14 1999

October 6, 1999

VIA FEDERAL EXPRESS

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

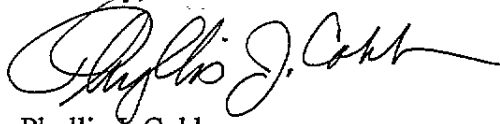
Re: Affiliated Metropolitan Contractors, Inc., a Texas corporation, also known as AMC, Inc.

Gentlemen:

I hereby resign as Registered Agent for Affiliated Metropolitan Contractors, Inc., a Texas corporation. I certify that a copy hereof has been mailed to Affiliated Metropolitan Contractors, Inc., 2422 Green Rock Road, Houston, Texas 77032.

I have never consented to be the Registered Agent for this corporation, and this resignation is not a recognition or a consent to acting as Registered Agent.

Sincerely,

A handwritten signature in cursive script, appearing to read "Phyllis J. Cobb", written in dark ink.

Phyllis J. Cobb

c: Affiliated Metropolitan Contractors, Inc.
2422 Green Rock Road
Houston, TX 77032 (via certified mail, return receipt requested)

RESIGNATION OF REGISTERED AGENT

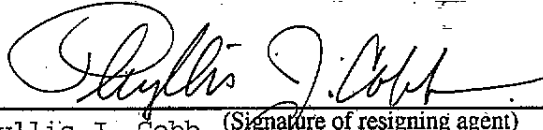
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,
Florida Statutes, the undersigned, Phyllis J. Cobb
(Name of registered agent)

hereby resigns as Registered Agent for Affiliated Metropolitan Contractors, Inc.,
a Texas (Name of corporation) 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.



Phyllis J. Cobb (Signature of resigning agent)

I have never consented to be the Registered Agent for this corporation, and this
If signing on behalf of an entity: resignation is not a recognition or consent to acting
as Registered Agent for this corporation.

(Typed or Printed Name)

(Capacity)

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

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

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399