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PLEASE REPLY TO: SARASOTA

January 22, 2002

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

700004831327--7
-01/28/02--01079--023
*****105.00 *****35.00

Attention: Officer/Director Resignations

Re: Vertetrak Systems, Inc. (now known as J. Stoan (America) II, Inc.), a Delaware Corporation authorized to transact business in the state of Florida

Gentlemen:

Enclosed for filing please find Officer/Director Resignation of Karin A. Perkins as a President, director and CEO dated November 21, 2000. It appears the corporation is now inactive having been administratively dissolved for failure to file an annual report.

Should you have any questions or comments regarding this matter, please contact the undersigned immediately

Very truly yours,

LUTZ, WEBB & BOBO, P.A.


John R. Dunham, III

JRD/hb
Enclosures

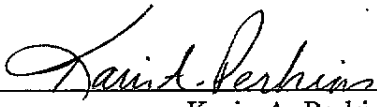
FILED
02 JAN 28 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officer Resignation

T. BROWN JAN 30 2002

OFFICER/DIRECTOR RESIGNATION

I, KARIN A. PERKINS, hereby resign as a President, CEO and Director of Vertetrak
now known as J. STOAN (AMERICA) II, INC.
Systems, Inc., a corporation organized under the laws of the State of Delaware, and authorized to
do business in the State of Florida, said resignation to be effective November 21, 2000.


Karin A. Perkins

Dated: 11/21/00

FILED
02 JAN 28 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA