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SAX, WILLINGER ▲ GOLD

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

December 8, 1997

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32301

800002367728--1

-12/10/97--01016--001

\*\*\*\*157.50 \*\*\*\*157.50

87.50

Re: Corporate Filing for Orcalla Corporation

Greetings:

Enclosed please find the following:

1. Officer/Director Resignation.
2. Statement of Change of Registered Office or Registered Agent or both for Corporations.
3. Resignation of Registered Agent.
4. Our trust account check in the amount \$157.50 representing filing fees of \$35.00, \$35.00 and \$87.50, respectively.

Also enclosed are copies of each of the forms along with a self-addressed envelope. Please date stamp copies of each of the forms and return them to my office. A self-addressed, stamped envelope is enclosed for your convenience. Thank you for your assistance in this matter.

Very truly yours,

*Scott Willinger*

Scott R. Willinger  
Attorney-at-Law

SRW:mt

Enclosures

cc: Orcalla Corporation

RA *resig.*  
*[Signature]*

FILED  
97 DEC 10 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

VS DEC 16 1997

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

RESIGNATION OF REGISTERED AGENT

FILED  
97 DEC 10 PM 2:40  
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, SCOTT R. WILLINGER  
(Name of registered agent)

hereby resigns as Registered Agent for ORCALLA 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.

Scott Willinger  
(Signature of resigning agent)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

**Fee for filing this document:**

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation