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of Counsel

July 11, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Officer/Director Resignation

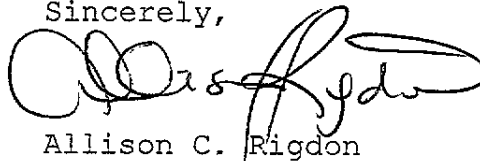
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Dear Sir/Madame:

Please find enclosed the original and one copy of an Officer/Director Resignation. I have also enclosed Sylvan Learning Center's check in the amount of \$35.00 for the filing of the Officer/Director Resignation.

Should you have any questions or require any additional information, please feel free to give me a call.

Sincerely,



Allison C. Rigdon

/acr

Enclosures: --

FILED
01 JUL 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officer Resignation

T BROWN JUL 17 2001

FILED
01 JUL 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, William Filanowski, hereby resign as Director
(Title)

of Southern Learning Center, Inc.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314