

**AGIM
REGISTERED
AGENTS, INC.**

(a subsidiary of Adams, Gannar, Iglesias & Meyer, P.A.)

1200 Brickell Avenue, Suite 900
Miami, Florida 33131
Telephone: (305) 416-6800
Telefax: (305) 416-6811

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

Re: Avensa Airlines, Inc.
Document No. H92967

700003271837--4
-05/31/00--01031--016
*****87.50 *****87.50

Dear Sir/Madam:

Please find attached a duly executed Resignation of Registered Agent form and our firm check no. 3920 in the amount of \$87.50 representing the Resignation of Registered Agent fee in the above-captioned matter.

Please note that the current principal place of business, mailing and street address of the directors should be changed to reflect the new address of **242 N.W. Lejeune Road, Miami, Florida 33126**. In addition, please find attached a copy of the 2000 Uniform Business Report ("UBR") for Avensa Airlines, Inc. highlighting the requested address changes.

If you have any questions or concerns regarding the aforementioned, please do not hesitate to contact the undersigned.

Very truly yours,


Wilmar Castro
Corporate Paralegal

FILED
00 JUN -2 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

cc: Aerovias Venezolanas, S.A.
Avensa Airlines, Inc.
Mr. Wilmar Castro
Mr. Juan Groba

LZS4951.WPD

H92967
288
RAR
6-2-00
W

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, AGIM REGISTERED AGENTS, INC.

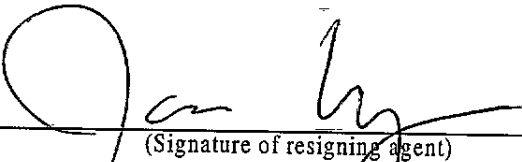
(Name of registered agent)

hereby resigns as Registered Agent for AVENSA AIRLINES, INC., a Florida 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.


(Signature of resigning agent)

If signing on behalf of an entity:

James M. Meyer

(Typed or Printed Name)

President

(Capacity)

FILED
00 JUN -2 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

P.O. Box 6327

Tallahassee, FL 32314