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SABA & KING

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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Of Counsel:
James B. F. Oliphant

April 25, 2002

Mr. David E. Merrill
4201 Miriana Way
Sarasota, FL 34233

100005419201--7
-05/02/02--01013--001
*****35.00 *****35.00

Re: Merrill Properties, Inc.

Dear David:

I have enclosed a form for you to sign to resign as the Vice President, Secretary, and Director of Merrill Properties, Inc. Please send one signed copy to the Florida Department of State at the following address along with a check for \$35.00 (made payable to the Florida Department of State).

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

Please sign and send the second copy to me for filing in the corporate records book.

Very truly yours,



Clifford M. King

CMK/gmw
Enclosure

W:\DATA\CMK\WordDocs\M.R\MERRILL\MERRPROP\ltr merrill david 4 25 02

FILED
02 MAY -2 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

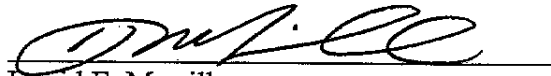
Officer Resignation

T BROWN MAY - 9 2002

OFFICER / DIRECTOR RESIGNATION

FILED
02 MAY -2 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, David E Merrill, hereby resign as the Vice President, Secretary, and Director of Merrill Properties, Inc., a corporation organized under the laws of the State of Florida and affirm that the corporation has been notified in writing of the resignation.


David E. Merrill