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*Law Office of
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January 10, 1997

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

700002062497--2
-01/17/97-01110-012
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find an original and one copy of Affidavit of Resignation of Officer/Director for Brooks Patio Furniture Specialists, Inc. and the same for Matt I Associates, Inc., along with filing fee in the amount of \$ 35.00 each, for a total of \$70.00. Please return the copies with filing stamp and certificate to the undersigned.

Thank you for your cooperation.

Very truly yours,


Marc L. Goldman

Enclosures

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-01/17/97-01110-012
*****70.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Florida Department of State, Jim Smith, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA
COUNTY OF DADE

I, Mark Brooks after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, Mark Brooks hereby resign as President of
(Title)

Brooks Patio Furniture Specialists, Inc., a Florida corporation;
(Name of Corporation)

That the corporation has been notified in writing of the resignation.

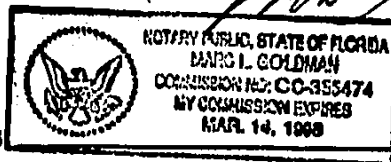
[Signature]

Signature of resigning officer/director

Sworn to and subscribed before me this 10th day of January, 1997.

[Signature]

NOTARY PUBLIC



My Commission Expires

Marc L. Goldman

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E044 (7-90)