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

June 28, 2004

SUBJECT: Resignation of Manager - The Great Inflate, LLC

Dear Sir/Madam:

The enclosed Resignation of Manager and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

Pete Schoengrund The Great Inflate 240 Stellar Court Ponte Vedra Beach, Fl 32082

For further information concerning this matter, please call:

Pete Schoengrund at 904-477-6970

Enclosed is a \$25.00 check for the Filing Fee associated with this amendment.

Sincerely,

Pete Schoengrund The Great Inflate 904-477-6970

RESIGNATION OF MANAGER

THE GREAT INFLATE, LLC (A Florida Limited Liability company)

I, Lane Reeder, hereby resign as Manager of The Great Inflate, LLC a limited liability company organized under the laws of the State of Florida, and affirm that the limited liability company has been notified in writing of the resignation.

(Signature of resigning manager)