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LAW OFFICES

STEIN, ROSENBERG & STEIN

Professional Association
SEVENTH FLOOR

4875 NORTH FEDERAL HIGHWAY FORT LAUDERDALE, FLORIDA 33308

JACK STEIN ARTHUR R. ROSENBERG CRAIG D. STEIN BARRY M. STANDIG PATRIZIA M. SALVAGGIO JOSHUA S. PINSKY

OF COUNSEL: KURT D. ZIMMERMAN, P.A. HAROLD S. BOFSHEVER February 22, 2005

(954) 772-5151 FAX (954) 772-4224

Secretary of State Divisions of Corporations 409 East Gaines Street Tallahassee, FL 32301

RE: Florida Land Holdings Group, LLC.

Gentlemen:

Enclosed herein please find the following document with regard to the above referenced matter:

Resignation as an Officer/Director.

I have also enclosed herein a check in the amount of \$35.00 to cover the costs for same.

Should you have any questions, please feel free to contact my office.

Very truly yours,

ARTHUR R. ROSENBERG

ARR/jc Enclosures FILED

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SECRETARIS SEE, FLORID

ALLAHASSEE, FLORID



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 7, 2005

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ARTHUR R. ROSENBERG STEIN, ROSENBERG & STEIN 4875 N FEDERAL HWY, 7TH FLOOR FT LAUDERDALE, FL 33308

SUBJECT: FLORIDA LAND HOLDINGS GROUP, LLC

Ref. Number: L04000061749

We have received your document for FLORIDA LAND HOLDINGS GROUP, LLC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a resignation of a corporate officer. Please complete the form for a resignation of a managing member/manager of a limited liability company.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley **Document Specialist**

Letter Number: 905A00015533

RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER

I, PHILIP FRYBERGH, hereby resign as Member of FLORIDA LAND HOLDINGS GROUP, 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.

PHILIP FRYBERGH

Dated:

3-14-05

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