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Office Use Only



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02/06/08--01025--004 **85.00

08 FEB -6 PM 1: 22

G. MCLEOD FEB 0 7 2008 EXAMINER Please Find enclosed a check For the amount of \$85.00 For Resignation of member & Corporade Films.

MIBI Brobary

Thale you,

COVER LETTER

TO: Registration Section

Division of Corporations

The enclosed member, managing member or manager resignation and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

1. chael J. Cohen
(Contact Person) MSBI Property, LLC 1848 N. NOB Hill Road) on tation F/33322 (City/State and Xip Code)

For further information concerning this matter, please call:

Enclosed please find a check made payable to the Florida Department of State for: \$55 Filing Fee &

\$25 Filing Fee

STREET/COURIER ADDRESS:

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

CR2E079 (5/06)

MAILING ADDRESS:

Certified Copy

Registration Section Division of Corporations P.O. Box 6327

Tallahassee, Florida 32314



FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

08 FEB -6 PM 1: 22

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER FROM FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY

1. The name of the limited liability company as it appears on the records of the Florida Department of State is:
2. This limited liability company was organized under the laws of:
3. The Florida document/registration number of this limited liability company is: \[\(\begin{align*} \text{L 0 5 0000 75 030} \) \[\end{align*}
4. I. William Herniandez, hereby resign as a M6Ph (Print Name of Person Resigning) (Print Title)
of this limited liability company and affirm the limited liability company has been notified of my resignation in writing
2 Whenanda
Signature of Resigning Member of Manager
Filing Fee: \$25.00 (Required)

BUSINESS SALE AGREEMENT OF MIBI PROPERTY, LLC

I, WILLIAM HERNANDEZ hereby sell 100% of my interest in MIBI PROPERTY, LLC to MICHAEL J. COHEN for \$100.00 receipt and sufficiency whereof is hereby acknowledged. As part of the consideration of this sale agreement, I, WILLIAM HERNANDEZ, will have no further legal obligation to MIBI PROPERTY, LLC, including but not limited to any liabilities of MIBI PROPERTY, LLC. As part of this sale agreement, I, WILLIAM HERNANDEZ, hereby understand that I will have no further interest in any assets of MIBI PROPERTY, LLC, including but not limited to any property, prior payments made, or deposit money. Attached hereto and incorporated herein as part of this sale agreement is the executed resignation letter of WILLIAM HERNANDEZ for MIBI PROPERTY, LLC to the Florida Department of State. This is the entire agreement, and it may not be modified except by written agreement signed by both parties. Choice of law is Florida law. Choice of venue is Broward County, Florida.

FULLY UNDERSTAND THIS SALE AGREEMENT*** MICHAEL J. COHEN SWORN TO AND SUBSCRIBED before SWORN TO AND SUBSCRIBED before me this me this 2008. 2008. Personally known Personally known Identification presented: Identification presented: NOTARY PUBLIC-STATE OF FLORIDA NO DEPORT BENECONATION FLORIDA Notary Public Stamp: a **d** Elizabeth L. Johnson 2 Elizabeth L. Johnson Commission # DD454660 Commission # DD454660 Expires: JULY 25, 2009 Expires: JULY 25, 2009 Bonded Thru Atlantic Bo: di Bonded Thru Atlantic Bondin, Co., Inc.

- 40 man

***BY SIGNING BELOW, I ACKNOWLEDGE THAT/I HAVE READ AND