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April 23, 2001

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Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

To Whom It May Concern:

Enclosed please find the resignation forms to be filed regarding Edward Touchton, Director whose been replaced by James C. Dayvault. Please adjust your records accordingly.

If you should have any questions, please feel free to contact me at (863) 452-5525.

Best regards,

Glen J. Ďistefano Chief Executive Officer

cm/GD

SECRETARY OF STATEOUS DIVISION OF CARPORATIONS

o/o resig.

RESIGNATION

Gentleman:

I hereby tender my resignation as Director of Florida Ag Services III, Inc., a Florida Corporation, to take effect March 1, 2001.

Dated: March 1, 2001.

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Edward G. Touchton Jr