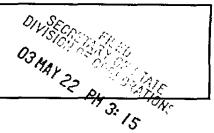
L47890



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CARLTON FIELDS

ATTORNEYS AT LAW

4000 INTERNATIONAL PLACE 100 S. E. SECOND STREET MIAMI. FLORIDA 33131 MAILING ADDRESS: P.O. BOX 019101, MIAMI. FL 33131-9101 TEL (305) 530-0050 FAX (305) 530-0055

May 19, 2003

Florida Secretary of State Division of Corporations - Corporate Filings 409 E. Gaines Street Tallahassee, FL 32399

VIA U.S. MAIL

Re: Stratton Picture Company - Charter # L47890

Dear Secretary:

Enclosed please find an executed resignation of Joel Merkur as Director, President and Secretary of the above-referenced entity. Please file this resignation and return notification of filing to my attention at your earliest convenience. A check in the amount of \$35.00 is enclosed to cover the filing fee and a self-addressed stamped envelope is provided for your convenience.

Should you have any questions or need anything further, please call me.

Sincerely,

Fileen Trautman

ET/lml

Enclosures

MIA#2249183.1
MIAMI ORLANDO ST. PETERSBURG TALLAHASSEE TAMPA WEST PALM BEACH

RESIGNATION

O3 MAY 22 PH 3: 15

I, JOEL MERKUR, hereby resign as Director, President, and Secretary of Stratton Picture Company. My resignation shall be effective as of May 31, 2002. All my duties as Director, President, and Secretary, except the duty to account, shall cease at such time.

OEL MERKUR

I confirm that the Corporation has been notified in writing of my resignation.

MIA#2248760.1 MIA#2192433.01