

L63948

Miami, August 18, 1999.

DIVISION OF CORPORATION
ATT. Mr. Davi Mann
P.O.Box 6327
Tallahassee, FL 32314

Re : Amendment at Leon Production Inc.

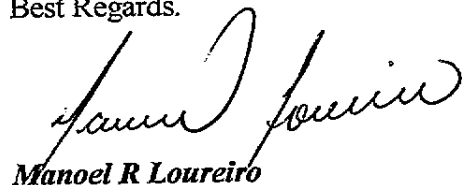
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-09/07/99 --01036--008
*****35.00 *****35.00

After a research with Tallahassee I found out that my name steel at the above mentioned corporation. On November 30,1998 I requested my name to be taken out from the Leon Production,Inc.My accountant completed the request and assured me that everything was in good order.

Attached please find my Affidavit with the proper notarization.

Therefore I would like to request your prompt attention in order to remove my name as Secretary from the company LEON PRODUCTION INC.

Best Regards.



Manoel R Loureiro
Phone : 305 499-9201
Fax : 305 499-9203

MANOEL R. LOUREIRO
1627 BRICKELL AVE. #1701
MIAMI, FL 33129

FILED
99 SEP -3 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Off Receipt

T. LEWIS SEP 3 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 20, 1999

MANOEL R. LOUREIRO
1627 BRICKELL AVE. #1701
MIAMI, FL 33129

SUBJECT: LEON PRODUCTIONS, INC.
Ref. Number: L63948

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file your document is \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 599A00042013

RECEIVED
99 SEP -3 AM 9:19
DIVISION OF CORPORATIONS



Florida Department of State, Jim Smith, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

99 SEP -3 PM 2:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

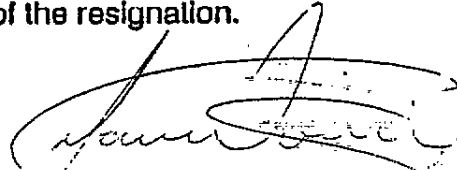
COUNTY OF DADE

I, MANOEL R. LOUREIRO after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, MANOEL R. LOUREIRO, hereby resign as SECRETARY of
(Title)

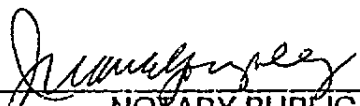
LEON PRODUCTIONS, INC., a Florida corporation;
(Name of Corporation)

That the corporation has been notified in writing of the resignation.



Signature of resigning officer/director

Sworn to and subscribed before me this 30TH day of NOVEMBER 98
FLORIDA DRIVER'S LICENSE L 660-556-69-411-0 EXPIRES 11/30/98



NOTARY PUBLIC



My Commission Expires: _____