

M 62984

LAW OFFICES OF
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OF COUNSEL

May 14, 2001

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

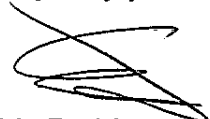
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-05/16/01--01093--002
*****35.00 *****35.00

Re: Guiba, Inc.

Gentlemen:

I am enclosing my check in the amount \$35 and the resignation of Rudolph S. Baboun as an officer and director of Guiba, Inc.

Very truly yours,



Eric P. Littman

EPL/jl

Enclosure

F:\data\wp\AMisc 1\Guiba.Baboun.wpd

Off Rec
5-22-01
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FILED
01 MAY 16 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

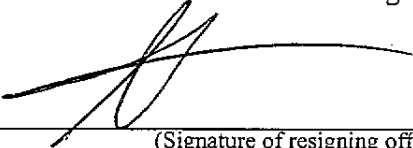
OFFICER / DIRECTOR RESIGNATION

I, Rudolph S. Baboun, hereby resign as Vice President,
Treasurer, Director
(Title)

of GUIBA, INC.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

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01 MAY 16 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314