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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: RISE-UP, INC.
(Name of Corporation)

DOCUMENT NUMBER: NO60000/2753

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

NATALIA UTRERA
(Name of Person)

SPIEGEL & UTRERA, P.A.
(Name of Firm/Company)

P.O. BOX 450605
(Address)

MIAMI, FLORIDA 33245-0605
(City/State and Zip Code)

For further information concerning this matter, please call:

NATALIA UTRERA at (305) 854-6000
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Mailing Address:
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

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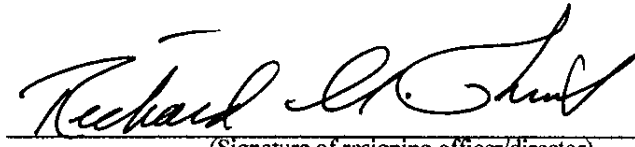
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

I, RICHARD L. R. THIEL, hereby resign as VICE PRESIDENT
(Title)

of RISE-UP, INC.
(Name of Corporation)

NO60000/2753., a corporation organized under the laws of the State of
(Document Number, if known)

FLORIDA


(Signature of resigning officer/director)

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314