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LEGAL ASSISTANTS

April 19, 2000

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-04/21/00--01082--001
*****35.00 *****35.00

Re: AMENDMENT TO LEVRICH CAPITAL CORP.

Dear Sir/Madam:

Enclosed please find:

1. Resignation of a Director, Randy Richards; and
2. This office's check in the sum of \$35.00 as payment for filing the Amendment.

Thank you for your assistance in this matter.

Very truly yours,

STEVEN SERLE, P.A.

BY:

Steven Serle/ef
Steven Serle, Esquire

FILED
00 APR 21 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure
cc: client

DID Res.
5/11/00
Spayne

RESIGNATION OF DIRECTORSTO: **LEVRICH CAPITAL CORP.**

The undersigned does hereby tender a resignation as Director of the above named Corporation, such resignation to take effect immediately.

Date: 3/1/00

Witness

Robin Spiegel
Robin Spiegel

Director

Randy Richards
Randy Richards

TO:

The undersigned does hereby tender a resignation as Director of the above named Corporation, such resignation to take effect immediately.

Date:

Witness

Director

TO:

The undersigned does hereby tender a resignation as Director of the above named Corporation, such resignation to take effect immediately.

Date:

Witness

Director

TO:

The undersigned does hereby tender a resignation as Director of the above named Corporation, such resignation to take effect immediately.

Date:

Witness

Director

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TALLAHASSEE, FLORIDA