

PO000000 67102

Susan Noce
1920 45th St. Ct. E.
Bradenton, Florida 34204

October 8, 2001

Mr. Clifford Wildes
Director and Majority Shareholder
Morgan Beaumont, Inc.
7436 Myrica Drive
Sarasota, FL 34241

100004630211--2--
-10/10/01--01061--009
****157.50 *****35.00

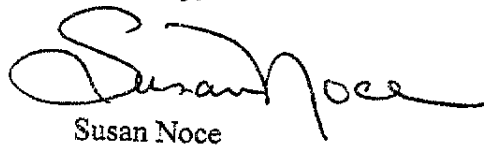
Dear Mr. Wildes:

This letter is being sent to you as formal notice of my immediate resignation as Vice President and Registered Agent of Morgan Beaumont, Inc. Attached you will find a copy of the executed Officer/Director Resignation and Registered Agent Resignation, which has been filed with the Florida Department of State.

As I am still the owner of twenty percent of the shares of Morgan Beaumont, I will accept payment for those shares in the amounts you have designated. You have put a value of \$25,000 on every ten percent of the shares of the company, so I am willing to accept \$50,000 and waive compensation for the work I have performed unpaid for the past year.

Please have your counsel contact me to discuss payment arrangements, where to have any and all files delivered in my possession or with any questions you may have.

Sincerely,


Susan Noce

cc: Florida Department of State
Morgan Beaumont, Inc.

FILED
01 OCT 10 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

o/p Res
RG
10/15

OFFICER / DIRECTOR RESIGNATION

FILED
01 OCT 10 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Susan Noce, hereby resign as Vice President and Secretary
(Title)
of Morgan Beaumont, 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.

Susan Noce
(Signature of resigning officer/director)

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