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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Scrapbook USA, Inc.

(Name of Corporation)

DOCUMENT NUMBER: P00000068390

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

Please return all correspondence concerning this matter to the following:

Audrey Green

(Name of Person)

Scrapbook USA, Inc.

(Name of Firm/Company)

PO Box 152

(Address)

Astatula, FL 34705

(City/State and Zip Code)

For further information concerning this matter, please call:

Audrey Green at (352-) 516-

(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**

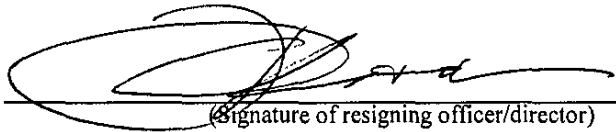
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Frank J. Kutch, Jr., hereby resign as Vice President
(Title)

of Scrapbook USA, Inc.
(Name of Corporation)

P00000068390, 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