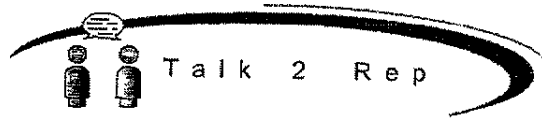


P000000079918



Customer Interaction Management

Florida Department of State
Division Of Corporations
P.O Box 6327
Tallahassee, FL 32314

Department of Corporations:

Please accept the Officer/Director resignation form for William Phillips as Vice President for Talk2Rep.com, Inc.

Thank you,

Regards,

Jim Ryan

CEO

Talk2Rep.com, Inc

300004864073--1
-02/04/02--01054--005
*****35.00 *****35.00

RECEIVED
02 JAN 11 PM 12:59
DIVISION OF CORPORATIONS

FILED
02 FEB -4 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Talk2Rep
8795 West McNab #200
Tamarac, Florida 33321
954-933-0660 866-856-2REP

DID
R22.
2/5/02
SP



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 14, 2002

Jim Ryan
Talk2Rep.Com Inc.
8795 West Mcnab #200
Tamarac, FL 33321

SUBJECT: TALK2REP.COM INC.
Ref. Number: P00000079918

We have received your document for TALK2REP.COM INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file your document is \$35.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 302A00001786

FILED
02 FEB -4 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, William Phillips, hereby resign as Vice President - Operations
(Title)

of Talk2Rep.com, 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)

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