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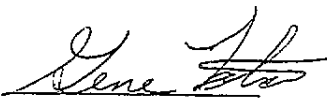
December 4, 2001


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*****35.00 *****35.00


Dow Media, Inc.
10 Fairway Dr., Suite 105
Deerfield Bch, FL 33441

Dear Carmen Piccolo,

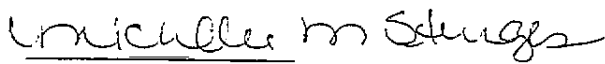
Due to the changing rules and regulations of the NASD and SEC I, Gene Foland, must resign from Dow Media, Inc. I relinquish all ownership, rights, privileges and obligations upon this signed date of your acceptance.

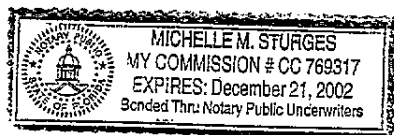

Gene Foland


Carmen Piccolo


Witness

FILED
01 DEC 10 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Notary



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01 DEC 10 PM 2:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, Gene Foland, hereby resign as President
(Title)

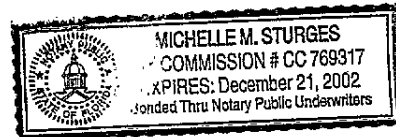
of Dow Media, Inc.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.

Gene Foland
(Signature of resigning officer/director)

Michelle M. Sturges



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**