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SOLOMON AND GINSBERG, P.A.  
ATTORNEYS AT LAW

1702 N. FLORIDA AVENUE  
TAMPA, FLORIDA 33602-2230

MARVIN SOLOMON  
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**PLEASE REPLY TO:**  
POST OFFICE BOX 3275  
TAMPA, FLORIDA 33601-3275  
(813) 229-0115  
OUR FAX NO. (813) 221-9158  
*info@solomonandginsberg.com*  
FEDERAL EIN #59-1434643

September 21, 2001

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
POST OFFICE BOX 6327  
TALLAHASSEE, FL 32314

900004610338--7  
-09/25/01--01046--029  
\*\*\*\*187.00 \*\*\*\*35.00

Gentlemen:

Please find enclosed the following original documents for filing and check number 2140 in the amount of \$187.00 to pay for the filings:

UCC-3 Statement of Change	\$12.00
Articles of Merger with Plan of Merger attached for two corporations	\$70.00
Statement of Change of Registered Office or Registered Agent or Both for Corporations	\$35.00
Officer/Director Resignation	\$35.00
Articles of Amendment to Articles of Incorporation	\$35.00

I have enclosed one copy of all documents to be date stamped and returned to this office in the enclosed self addressed stamped envelope. The undersigned's mailing address is: Solomon and Ginsberg, P.A., Post Office Box 3275, Tampa, Florida 33601.

Thank you for your assistance.

Sincerely,

SOLOMON AND GINSBERG, P.A.  
ATTORNEYS AT LAW

ELIOT H. GINSBERG, ESQUIRE

EHG/kc

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 SEP 24 PM 1:25

O/D resig.

V SHEPARD OCT 1 - 2001

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 SEP 24 PM 1:26

### OFFICER / DIRECTOR RESIGNATION

I, MICHAEL A. DUCHESNEAU, M.D., hereby resign as DIRECTOR AND PRESIDENT  
(Title)

of TAHITI JOE'S OF TAMPA BAY, 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**