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LAW OFFICES OF

STEVEN I. GREENWALD, P.A.

BOCA PALM PROFESSIONAL PLAZA

6971 NORTH FEDERAL HIGHWAY, SUITE 105

BOCA RATON, FLORIDA 33487

STEVEN I. GREENWALD

OF COUNSEL

BRANDON J. DOUGLAS

LAURA S. BLACKMAN

TELEPHONE (561) 994 - 5560

FAX (561) 994 - 5629

March 23, 2001

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

700003931617--2

-04/02/01--01001--002

*****20.00 *****20.00

700003931617--2

-04/02/01--01001--001

*****15.00 *****15.00

Re: GOODKIN PUBLISHING, INC.
RESIGNATION OF OFFICER AND/OR DIRECTOR

Dear Sir or Madam:

Enclosed herewith please find original and one (1) copy of Resignation of Officer And/Or Director of the above-captioned corporation. Also enclosed, please find check payable to the Dept. of State in the amount of \$20.00 representing the filing fee.

Please stamp the enclosed copy as proof of filing and forward back to this office in the enclosed, prepaid envelope provided for your convenience.

Thank you and should you have any questions, please do not hesitate to contact this office.

Very truly yours,

Dorothea DePace

Dorothea DePace

Legal Assistant

/d

Enclosures

Cc: Laura Blackman Goodkin

FILED
01 MAR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Off Receipt
T. LEWIS MAR 27 2001

LAW OFFICES OF
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TELEPHONE (561) 994 - 5560
FAX (561) 994 - 5629

March 28, 2001

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Att: Thelma Lewis

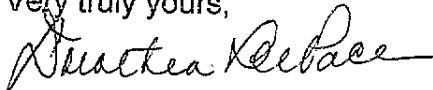
Re: Resignation of Officer And/Or Director
Of Goodkin Publishing, Inc.

Dear Ms. Lewis:

In accordance with our telephone conversation, enclosed herewith please find check #0732 payable to the Department of State in the amount of \$15.00 representing the additional filing fee for the above-captioned Resignation.

Thank you and should you require anything further please do not hesitate to contact us. Please forward the extra copy of the Resignation which was previously forwarded to you stamped as proof of filing.

Very truly yours,



Dorothea DePace
Legal Assistant

/d

Enclosure

Cc: Laura Blackman Goodkin



Florida Department of State, Jim Smith, Secretary of State

RESIGNATION OF OFFICER AND/OR DIRECTOR

AFFIDAVIT

STATE OF FLORIDA:

COUNTY OF PALM BEACH:

FILED
01 MAR 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I LAURA BLACKMAN GOODKIN after being duly sworn, state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

1. I LAURA BLACKMAN GOODKIN, hereby resign as Director of GOODKIN PUBLISHING, INC. (Title)
a Florida corporation;
(Name of Corporation)

2. That the corporation has been notified in writing of the resignation; and
3. That corporate minutes relating to the resignation are unavailable.

FURTHER AFFIANT SAYETH NOT.

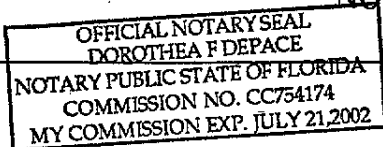
Laura Blackman Goodkin
LAURA BLACKMAN GOODKIN
AFFIANT

Sworn to and subscribed before me this 5th day of March, 2001.

Dorothea F. DePace

NOTARY PUBLIC

My Commission Expires: _____



FILING FEE IS \$20.00