

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: LIFE WIN, INC.
(Name of Corporation)

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

JOSEPH D. JOHNSON
(Name of Person)

(Name of Firm/Company)

P.O. BOX 261718
(Address)

TAMPA, FL 33685
(City/State and Zip Code)

For further information concerning this matter, please call:

LYNDA SCULL at (813) 641-1111
(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

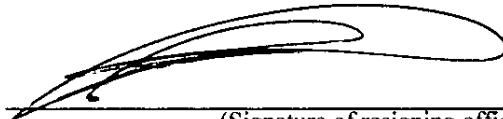
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, JOSEPH JOHNSON, hereby resign as PRESIDENT/CEO
(Title)

of LIFEWIN, INC.
(Name of Corporation)

_____, 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

FILED
SECRETARY OF CORP. DIVISION
12 AUG 22 AM 9:04