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(Address)

(Address)

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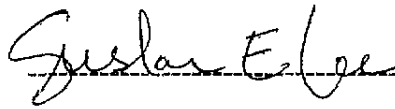
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FALLS CHURCH, VA

Off Resign
T. Lewis 2/7/04

OFFICER/DIRECTOR RESIGNATION

I, Susan E. Lee, hereby resign as an Officer and Director of Cool Beach Tanning, Inc., a corporation duly organized under the laws of the State of Florida and affirm that the corporation has been notified in writing of the resignation.

A handwritten signature in cursive script, appearing to read "Susan E. Lee", is written over a horizontal line.

Susan E. Lee

Date: October 17, 2003

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TALLAHASSEE, FLORIDA