

PO20000036461

ACCOUNTING OFFICES
BUDNER & ASSOCIATES INC.
17682 SEALAKES DRIVE
BOCA RATON, FLORIDA 33498
TEL & FAX (561)-482-3499

July 10, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: United Steel Factory Inc.
Resignation of Officer

200007011832--6
-08/09/02--01038--008
*****35.00 *****35.00


I am the registered agent for the above named corporation.

Today I received a fax that one of the officers of United Steel Factory Inc. had officially tendered his resignation as President of the Corporation.

Please see a copy of the letter of resignation and make whatever changes to the articles of incorporation that need to be done.

If there is any additional information you might need please contact my office.

Very truly yours,


Budner & Associates Inc.
Mordecai Budner

FILED
02 AUG -9 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 JUL 12 AM 10:11
VISION OF CORPORATIONS

36
OLD Res.
8/12/02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 15, 2002

Budner & Associates Inc.
17682 SeaLakes Drive
Boca Raton, FL 33498

SUBJECT: UNITED STEEL FACTORY INC.
Ref. Number: P02000036461

We have received your document for UNITED STEEL FACTORY INC. .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

The fee to file an officer/director resignation is \$35.

Please return a copy of this letter along with your document to ensure proper
handling.

If you have any questions concerning this matter, please either respond in writing
or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 902A00043452

UNITED STEEL FACTORY
HOWARD ZIMMERMAN

FILED
02 AUG -9 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LETTER OF RESIGNATION

JUNE 24, 2002

MR. ZIMMERMAN,

IN RECEIPT OF THIS LETTER OF RESIGNATION I FORMALLY RESIGN AS
PRESIDENT AND AN OFFICER OF UNITED STEEL FACTORY INC.

AT THIS POINT NO STOCK HAS BEEN ISSUED TO AN OFFICER, NOR HAS
SHAREHOLDERS AGREEMENT BEEN PUT IN PLACE. I AM RELINQUISHING
ALL RIGHTS TO THE UN-ISSUED STOCK AND RIGHTS TO THE
CORPORATION AND ITS DECISIONS ON ANY AND ALL ISSUES.

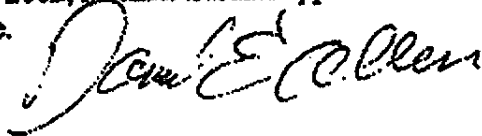
THE RESIGNATION IS BEING SENT TO THE STATE TO AMEND THE
COMPANY OWNERSHIP STRUCTURE.

FORMALLY,


MICHAEL LASSER

CC: MORDECAI BUDNER

On this day of June 24, 2002, Michael Lassner appeared before me and provided a valid
Florida Drivers License.





Daniel E. Allen
My Commission C0887988
Expires November 11 2003