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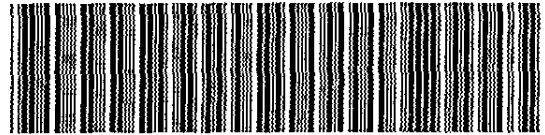
(Business Entity Name)

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SECRETARY OF STATE
ALLAHASSEE. FLOTTIN

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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Flightshanes Inc.
(Name of Corporation)

DOCUMENT NUMBER: P02000081008

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

Please return all correspondence concerning this matter to the following:

Richard Becker
(Name of Person)

Apey Partners L.L.C.
(Name of Firm/Company)

7420 N.W. 5th Street - Suite #112
(Address)

Plantation, FL 33317
(City/State and Zip Code)

For further information concerning this matter, please call:

Richard Becker at (954) 557-5037
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, Richard Becker, hereby resign as Director
(Title)

of Flightshares Inc.
(Name of Corporation)

P02000081008, a corporation organized under the laws of the State of
(Document Number, if known)

Florida

FILED
03 MAY 15 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard Becker

(Signature of resigning officer/director)

- As of documentation sent
to Flightshares on 12/13/02. *Richard Becker*

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