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FLORIDA DEPARTMENT OF STATE Glenda E. Hood

Secretary of State



OFFICER/DIRECTOR RESIGNATION

I, LOIS WARMBRANDT, hereby resign as President/Director of Yetzel II, Inc., a corporation organized under the laws of the State of Florida and affirm that the corporation has been notified in writing of the resignation.

OIS WARMBRANDT

Date: February 7, 2003

FILING FEE IS \$35.00