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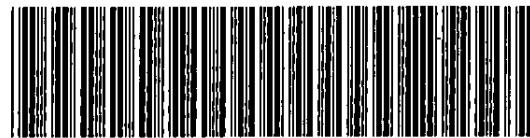
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Behavior Basics, Incorporated
(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:

Karin Torsiello
(Name of Person)

Behavior Basics, Incorporated
(Name of Firm/Company)

2161 Spring Creek Circle NE
(Address)

Palm Bay, FL 32905
(City/State and Zip Code)

For further information concerning this matter, please call:

Karin Torsiello _____ at (321) 431-7352
(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, Angelique Walsh, hereby resign as Vice President and Secretary
(Title)

of Behavior Basics, Incorporated
(Name of Corporation)

Florida

Angelique Wally 6/9/00
(Signature of resigning officer/director)

SECRETARY OF STATE
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

06 JUN 16 AM 9:50

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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