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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Crest + Shield Management Group, Inc.
(Name of Corporation)

DOCUMENT NUMBER: P05000015715

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

Please return all correspondence concerning this matter to the following:

Michael R Wells
(Name of Person)

Crest + Shield Management Group, Inc.
(Name of Firm/Company)

5241 NE 2ND AVE
(Address)

FORT LAUDERDALE FLORIDA, 33334
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael Wells at (954) 772-4483
(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

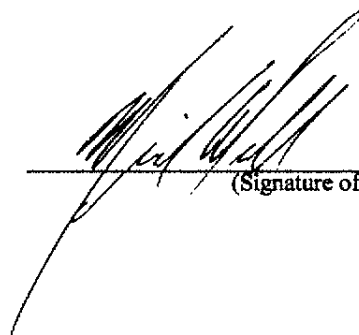
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, Michael R. Wells, hereby resign as Vice President
(Title)

of Crest & Shield Management Group, Inc.
(Name of Corporation)

P05000015715, a corporation organized under the laws of the State of
(Document Number, if known)

FLORIDA


(Signature of resigning officer/director)

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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