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OF COUNSEL  
**WILLIAM H. FLEECE\*\***  
\*\* COURT CERTIFIED MEDIATOR AND  
ARBITRATOR (FEDERAL AND STATE)

April 18, 1997

600002149686--8  
-04/21/97--01162--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: K & A Grocery and Deli, Inc.

Dear Sir/Madam:

Enclosed please find the resignation of Ash Ahmed as Officer/Director of K & A Grocery and Deli, Inc. together with the filing fee for resignation of \$35.00.

Should you have any question, please contact me to discuss.

Thank you for your assistance.

Yours truly,

ZACUR & GRAHAM, P.A.

*Richard A. Zacur*

SIGNED IN HIS ABSENCE  
TO AVOID DELAY

Richard A. Zacur, Esquire

RAZ/dw

Enclosures

cc: K & A Grocery & Deli

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 PM 4:20

*Off Regis-*

APR 28 1997

DIRECTOR RESIGNATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 PM 4:20

I, Ash Ahmed currently a  
Director of K & A GROCERY AND DELI, INC.,  
a Florida Corporation, do hereby submit my resignation. This  
resignation shall take effect upon the conclusion of the Board of  
Directors meeting.

DATED THIS 15th day of April, 1997.

[Signature] [Signature] FL A530-000-42-041-0 x-2-1998  
\*\*\*\*\* KAREN JENSEN \*\*\*\*\*  
Notary Public, State of Florida  
My comm. expires May 24, 1997  
No. OC 201829

DIRECTOR RESIGNATION

I, ASH AHMAD currently a  
Director of K & A GROCERY & DELI INC.,  
a Florida Corporation, do hereby submit my resignation. This  
resignation shall take effect upon the conclusion of the Board of  
Directors meeting.

DATED THIS 15th day of April, 1997.

[Signature] [Signature] FL A530-000-42-041-0 x-2-1997

CC4a

[Signature]  
KAREN JENSEN  
Notary Public, State of Florida  
My comm. expires May 24, 1997  
No. OC 201829