JOD 34

2110 SW 20th Street Miami, FL 33145 January 7, 1998

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: S&R Swimming Pools Contractor, Inc.

Dear Sir:

This will advise that the undersigned was one of the original incorporators of S&R Swimming Pools Contractor, Inc. The certificate of incorporation bears No. P93000034097 and was issued on May 12, 1993. A copy of the original certificate is enclosed.

Also enclosed is a copy of my Resignation as an officer and director of that corporation. In the future, please direct all correspondence and other inquiries to Mr. Jose M. Munoz, Jr., at 5901 SW Sixth Street, Miami, Florida 33144-3933.

Very truly yours,



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 14, 1998

SULLY RAPKIN 2110 SW 20TH STREET MIAMI, FL 33145

SUBJECT: S & R SWIMMING POOLS CONTRACTOR, INC.

Ref. Number: P93000034097

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file your document is \$35.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 798A00002169

RESIGNATION

The undersigned hereby resigns as an officer and director of S&R Swimming Pools Contractor, Inc., a Florida corporation, effective as of December 31, 1997.

Sully Rapkin

Dated this 31st day of December, 1997

98 JAN 26 AH 9: 32 SECRETARY OF STATE