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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, ACCT#: 076624003440
CONTACT: CARLOS F ARAZOZA
PHONE: (305)444-6226 FAX #: (305)442-4829
NAME: EUROINVEST, INC.
AUDIT NUMBER.....H97000005360
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RESIGNATION OF REGISTERED AGENTAFFIDAVIT

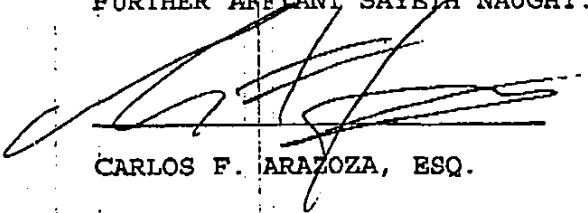
STATE OF FLORIDA)
)
 COUNTY OF DADE)

I, CARLOS F. ARAZOZA, ESQ. as managing director of ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A., after being sworn, state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

1. ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A., hereby resigns as Registered Agent of EUROINVEST, INC., a Florida Corporation.

2. That an attempt to notify the corporation in writing of the resignation was attempted, and copy of this resignation forwarded to the last known corporate address.

FURTHER AFFIANT SAYETH NAUGHT.

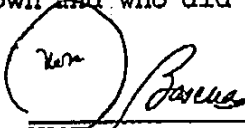

 CARLOS F. ARAZOZA, ESQ.

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED before me, by, Carlos F. Arazoza, Esq., to me personally known and who did take an oath this ____ day of April, 1997.

MY COMMISSION EXPIRES



ANA M. BASQUAS
 COMMISSION # CC 535471
 EXPIRES FEB 28, 2000
 BONDED THRU
 ATLANTIC BONDING CO., INC.


 NAME: _____
 NOTARY PUBLIC, STATE
 OF FLORIDA COMMISSION

Prepared by: Carlos F. Arazoza, Esq.
 101 Madeira Ave.
 Coral Gables, FL 33134
 (305) 444-6226
 Florida Bar No. 0698806

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