

LAW OFFICES OF

Edward J. Jennings, P.A.

EDWARD J. JENNINGS

August 12, 1998

VIA FEDEX

10 S.E. 18TH COURT
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (954) 764-4330
FACSIMILE (954) 764-4502

Secretary of State
409 E. Gains Street
Tallahassee, FL 32314

Re: Resignation of Registered Agent
Prime Network International, Inc.

Dear Sir or Madam:

Enclosed please find the following:

1. Original executed Resignation of Registered Agent; and
2. check number 10075, in the amount of \$87.50.

Please file the enclosed Resignation of Registered Agent and return a file stamped copy of same to this office.

If you have any questions regarding the foregoing please advise.

Thank you.

Very truly yours,

Edward J. Jennings

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RESIGNATION OF REGISTERED AGENT

TO: Department of State
Tallahassee, Florida 32304

Please take notice that the undersigned hereby resigns as the Registered Agent of PRIME NETWORK INTERNATIONAL, INC., a Florida corporation, having its registered office at 200 SE 18th Court, Ft. Lauderdale, Florida 33316, County of Broward, State of Florida. Written notice of the undersigned's resignation was given to PRIME NETWORK INTERNATIONAL, INC., on August 13, 1998, at 3939 NW 26th Street, Miami, FL 33142, the last known address of such corporation.

Pursuant to the provisions of Section 607.0502(2) of the Florida General Corporation Act, this resignation shall take effect 31 days after the due receipt of it by the Department of State.

Dated August 13, 1998.


EDWARD J. JENNINGS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA