

DEBOEST
KNUDSEN

Attorneys at Law

RICHARD D. DEBOEST, SR.
RICHARD D. DEBOEST, II
JAMES G. DECKER *
THOMAS M. DRYDEN **
ARTHUR K. KNUDSEN, JR. (RET.)
WILLIAM E. STOCKMAN

1415 HENDRY STREET
FORT MYERS, FL 33901
P.O. Box 1470, Ft MYERS, FL 33902
FACSIMILE: (941) 334-0266
TELEPHONE: (941) 334-1381

DEBOEST, KNUDSEN, STOCKMAN,
DECKER & DRYDEN, P.A.

* Board Certified Florida Bar
Civil Trial Lawyer

** Also Licensed in Georgia
Board Certified Florida Bar Real Estate
Board Certified Creditor's Rights - CLLA

P94000025090

500004735915--8
-12/21/01--01046--001
*****70.00 *****35.00

December 18, 2001

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

RE: IAD Capital Corp.

Dear Sir or Madam:

Enclosed please find two (2) Officer/Director Resignations for IAD Capital Corp. Also enclosed is our firm's check payable to the State for \$70.00 to pay the filing fees.

Thank you for your attention to this matter.

With kind regards, I am

Sincerely,



Denise M. Fay, Legal Assistant to
Thomas M. Dryden

TMD: dmf
Encls.

FILED
01 DEC 21 PM 4: 33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

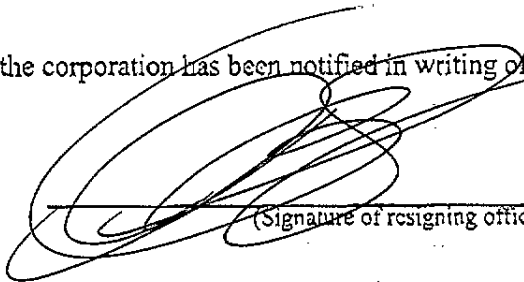
OFFICER / DIRECTOR RESIGNATION

I, Julian Attree, hereby resign as Director
(Title)

of IAD Capital Corp.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILED
01 DEC 21 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314