

P94000060232



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 2, 1999

STEPHEN M. GREER
15928 MARSHFIELD DRIVE
TAMPA, FL 33624

SUBJECT: B.N.I., INC.
Ref. Number: P94000060232

900002797929--4
-03/08/99--01002--010
*****35.00 *****35.00

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 this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 799A00009434

FILED
99 MAR -8 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

off receipt

TUE MAR 8 1999

BNI, Inc

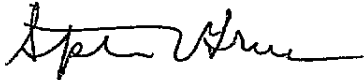
February 17, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

To whom it may concern:

This is to advise you that effective February 17, 1999 that I have resigned as an officer and as a director of BNI, Inc. The address for BNI, Inc is 14450 46th Street North, Suite 109, Clearwater, Florida 33762. The BNI, Inc federal ID number is 59-3264581. I have attached a copy of my resignation letter to BNI, Inc with this letter. Please delete me from BNI as a stockholder, Director, Officer and Secretary of the corporation. Thank you for your assistance.

Sincerely,



Stephen M. Greer
15928 Marshfield Drive
Tampa, Florida 33624
(813) 968-5112

FILED
99 MAR -8 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BNI, Inc

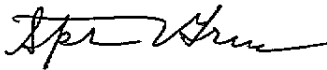
February 17, 1999

Mr. J. D. Rustin
President
BNI, Inc.
14450 46th Street North
Suite 109
Clearwater, Florida 33762

Dear Jim,

This is my formal resignation from BNI, Inc. I am resigning as a board member and as the CFO and Vice President of the corporation since the corporation was sold to BNI Software yesterday. Today I finished my last official act in accordance with Gary Shapiro's and your instructions in that I signed the First Investors agreement in order to obtain a \$ 50,000 wire transfer. That task is now completed. I wish you and the new organization all the success and if I can be of assistance please let me know.

Sincerely,



Stephen M. Greer