11/06NOV, 6, 1998 3:21PM

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4000

FROM: GRIMES, GOEBEL, GRIMES & HAWKINS, P.A.

072460000742 ACCT#:

CONTACT: JACK M MAAG PHONE: (941)748-0151

FAX #: (941)748-0158

NAME: GREEN EARTH GARDEN CENTER, INCORPORATED

AUDIT NUMBER..... H98000020788

DOC TYPE.....REGISTERED AGENT RESIGNATION

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H98000020788

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute 607.0502, the undersigned, Leslie H. Gladfelter, hereby resigns as registered agent for GREEN EARTH GARDEN CENTER, INCORPORATED.

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Leslie H. Gladfelter

C:\MyFiles\Corp\LHG\GREEN.ERT\res.ra.wpd\jmm\November 4, 1998

98 NOV-6 PM 1: 23
SECRETARY OF STATE
AND A SECRETARY OF STATE