

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

P94000070131

April 18, 2002

500005462635--8
-05/06/02--01072--020
*****70.00 *****35.00

RE: Paradise Rest, Inc
P94000070131

Dear Sirs,

I, Larry E. Goodman, do hereby resign, as President and Registered Agent of Paradise Rest, Inc effective retroactive to April 1996.

I discontinued filing the Corporation Annual Report in April 1996 with the understanding that by doing such, the corporation would be dissolved and removed from the State's records. However, it has been recently brought to my attention that that was not proper procedure. Therefore, please accept and record this letter and the enclosed check as my official resignation as President and Registered Agent for Paradise Rest, Inc.

Thank you in advance for your assistance in this matter.

Sincerely,



Larry E. Goodman

LARRY & KATHY GOODMAN
6931 Hawkins Rd.
Sarasota, FL 34241

FILED
02 MAY -6 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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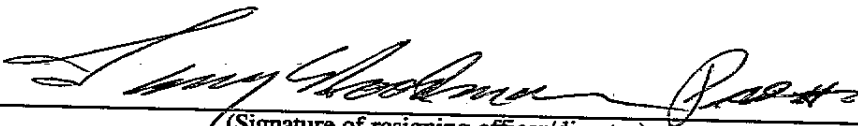
OFFICER / DIRECTOR RESIGNATION

I, Larry E. Goodman, hereby resign as President
(Title)

of Paradise Rest, Inc
(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
02 MAY -6 AM 11:02
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