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EDWARD J. McCORMICK, P.A.  
DAVID A. KORETZKY, P.A.

DAVID S. MAGRAM

OF COUNSEL  
C. EDWARD PORCH  
ADMITTED IN FL & GA

July 13, 1999

GINA ANDREU  
OFFICE MANAGER

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

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-07/15/99--01060--008  
\*\*\*\*105.00 \*\*\*\*35.00

**RE: South Atlantic Financial Services Corporation**

Dear Sirs:

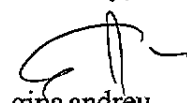
Enclosed please find our check #1238 in the amount of \$105.00 filing fees of the following documents:

1. Original Statement of Change of Registered Office or Registered Agent or Both for Corporation,
2. Copy Officer/Director Resignation (John M. Lockwood)
3. Copy Officer/Director Resignation (Karen A. Lockwood)

Also enclosed is a copy of the Minutes of Special Meeting so that you will kindly update the records of the corporation.

Should you have any questions please do not hesitate to call.

Sincerely,



gina andreu  
secretary to  
Edward J McCormick

FILED  
99 JUL 15 PM 4:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

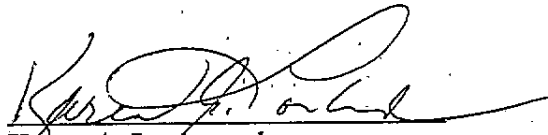
Off Resign

T. LEWIS JUL 20 1999

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99 JUL 15 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## OFFICER/DIRECTOR RESIGNATION

I, Karen A. Lockwood, hereby resign as Director and Vice President of South Atlantic Financial Services Corp, a corporation organized under the laws of the State of Florida and affirm that the corporation has been notified in writing of the resignation.

  
Karen A. Lockwood

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS

PO BOX 6327

TALLAHASSEE, FL 32314