

P95000083462

Sylvester Graham

1797 NE 158th Street
North Miami Beach, FL 33162

June 15, 1998

Greg Reed
President
Metro Online Inc
2875 NE 191st Street
Aventura, FL 33180

Dear Mr. Reed:

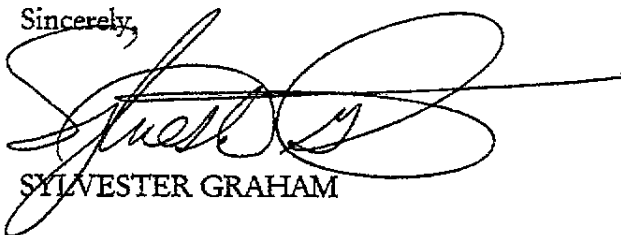
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*****35.00 *****35.00

I hereby submit my resignation as Vice President of Metro Online, Inc. effective June 30, 1998.

My job with Metro has been both interesting and challenging but I feel its time for me to move on to other ventures.

I thank you for allowing me the opportunity to work with you and I wish both you and Metro Online the best of luck in the future.

Sincerely,



SYLVESTER GRAHAM

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10-26-98
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cc: Rory Shur

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

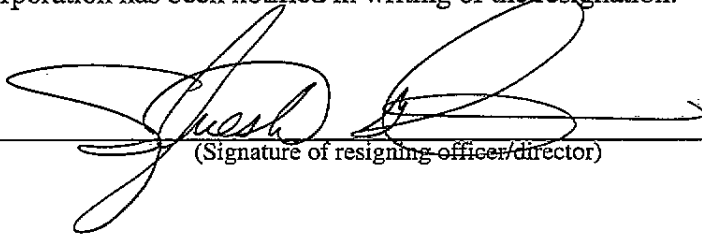
OFFICER / DIRECTOR RESIGNATION

I, Sylvester Graham, hereby resign as Vice President
(Title)

of Metro Online, Incorporated
(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)

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00