

BAKER
&
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COUNSELLORS AT LAW

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September 9, 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****87.50 *****87.50

Re: Consumer Magic, Inc.

Dear Sir/Madam:

Enclosed please find a Resignation of Registered Agent form along with a check in the amount of \$87.50 for your fee. We would appreciate it if you would immediately effectuate this change.

Thank you for your assistance.

Very truly yours,

Sandra A. Mantzaris
Sandra A. Mantzaris
Legal Assistant, Corporate Maintenance

cc: Robert J. Webb, Esq. (w/o encs.)
Barbara A. Egolf, Esq. (w/o encs.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RESIGNATION OF REGISTERED AGENT

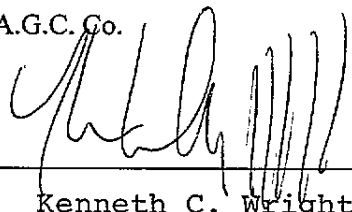
Pursuant to the provisions of Section 607.0502(2), Florida Statutes, the undersigned, A.G.C. Co. hereby resigns as Registered Agent for CONSUMER MAGIC, INC.

A copy of this resignation was mailed to the above listed corporation at its last known address of 13360 West Colonial Drive, Suite 430, Winter Garden, Florida 34787. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Executed this 9th day of September, 1999.

A.G.C. Co.

By: _____


Kenneth C. Wright

Vice President

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