

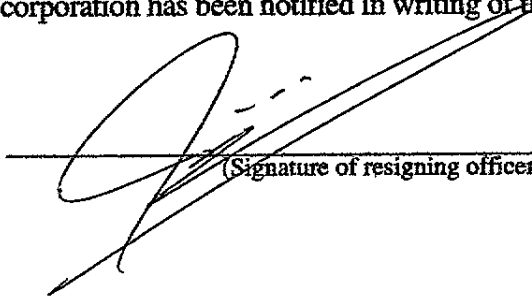
OFFICER / DIRECTOR RESIGNATION

I, ROBERTO PORTO CARVALHO, hereby resign as V.P. & DIRECTOR
(Title)

of NUTRI-CEUTICALS, 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)

FILING FEE IS \$35.00

FILED
98 NOV 23 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA