

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG • BLACK, P.A.

P96000008090

Aug. 12, 1999

NEIL G. FRANK
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Of Counsel

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

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RE: SOUTH FLORIDA DIET CENTERS, INC.

Dear Sir/Madam:

Enclosed please find the original Resignation of Officer and Director executed by Barry L. Adler. Please file the enclosed resignation of Barry L. Adler from the above Corporation and provide proof of filing upon completion.

I am enclosing our firm's check in the amount of \$35.00 representing the filing fee due in this matter.

Thank you for your assistance in this matter.

Sincerely,

FRANK, EFFMAN, WEINBERG & BLACK, P.A.

Steven A. Weinberg / km

Steven A. Weinberg,
for the Firm

SAW/km

Encls.

cc: Dr. Barry L. Adler

1169.018 Div of Corp. ltr

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESIGNATION OF DIRECTOR

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

AFFIDAVIT

BEFORE ME, the undersigned authority, personally appeared BARRY L. ADLER, who, by me being first duly sworn, says to the best of his knowledge, information and belief, and under penalties of perjury:

1. That he has voluntarily resigned as a Director of SOUTH FLORIDA DIET CENTERS, INC., a Florida Profit Corporation.
2. That the Corporation has been notified in writing of his voluntary resignation.
3. That Minutes relating to the resignation are being filed.

FURTHER AFFIANT SAYETH NAUGHT.


BARRY L. ADLER

Sworn to and subscribed before me this 10 day of August, 1999 by BARRY L. ADLER who is personally known to me.



My commission expires:


Notary Public, State of Fl.

KATHLEEN M. MORO

Name of Notary Public

kms\corp\resignation

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