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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ACCOUNT NO. : 072100000032
REFERENCE : 772396 121767A
AUTHORIZATION : Patricia Pizute
COST LIMIT : \$ 35.00

ORDER DATE : October 7, 2002
ORDER TIME : 9:49 AM
ORDER NO. : 772396-005
CUSTOMER NO: 121767A
CUSTOMER: Ms. Maria Elena Dieguez
Karp & Genauer, P.a.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

RECEIVED
02 OCT -7 AM 11:46
DIVISION OF CORPORATION

ANNUAL REPORT FILING

NAME: HORIZON WATERWAYS
INTERNATIONAL, INC.

600008235956--7

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

C. Coulliette OCT 07 2002

CONTACT PERSON: Sara Lea-EXT#1114

EXAMINER'S INITIALS: _____

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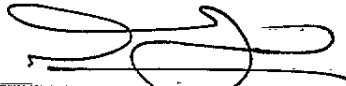
OFFICER / DIRECTOR RESIGNATION

I, DIEGO R. SUAREZ, hereby resign as Director & President
(Title)

of HORIZON WATERWAYS INTERNATIONAL, 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

**Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**