

P96000030497

P. O. Box 847
Glen St. Mary, FL 32040
July 12, 2000

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

000003323820--5
-07/14/00--01079--016
*****70.00 *****35.00

Re: Prime Fitness, Inc.

Gentlemen:

Enclosed are Officer/Director Resignation forms on two officers/directors of the above corporation. They resigned officially on May 16, 2000.

Also enclosed is a money order in the amount of \$70.00 for the filing fee for these resignations.

Very truly yours,

Jared O. Kirkland

Jared O. Kirkland
President

*DP Res
7-24-00
BAC
BK*

RECEIVED
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 JUL 14 PM 3:20

FILED

Enclosures

FILED

00 JUL 14 PM 3:20

CLERK OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

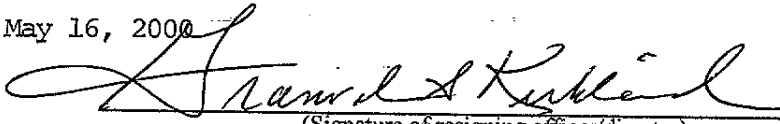
I, GRANVEL S. KIRKLAND, hereby resign as Director/Vice President
(Title)

of PRIME FITNESS, 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.

Dated: May 16, 2000


(Signature of resigning officer/director)

FILING FEE IS \$35.00