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LEONARD G. RUBIN
ROBERT W. VALE
MICHAEL D. CIRULLO, JR.

P96000047322
October 10, 1997

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32301

attn: Amendments Section

800002318598--8
-10/13/97--01070--004
*****35.00 *****35.00

Re: C.A.E. & ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed herewith please find an executed Resignation of Registered Agent which has along with our Josias, Goren, et. al. Check in the amount of \$35.00 to cover the cost of same. Please remove my name completely from the computer records.

Thank you for your prompt cooperation in connection with the foregoing. If you have any questions, please do not hesitate to contact me.

Sincerely,


SAMUEL S. GOREN

SSG:mp
Enclosures
cc: Mr. Andrew Delillo

P.A. Resign
10-16-97
cc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 OCT 13 AM 11:05

Florida Department of State, Sandra B. Mortham, Secretary of State

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, SAMUEL S. GOREN

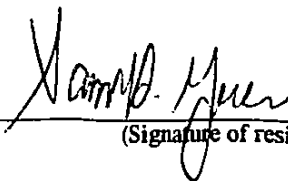
(Name of registered agent)

hereby resigns as Registered Agent for C.A.E. & ASSOCIATES, INC. d/b/a MYERS POLLACK RUBINS, INC.

(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.



(Signature of resigning agent)

If signing on behalf of an entity:

SAMUEL S. GOREN

(Typed or Printed Name)

REGISTERED AGENT

(Capacity)

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation