P9400056767 FORD, JETER, BOWLUS, DUSS & MORGAN, P.A.

ATTORNEYS AT LAW

MICHAEL BOWLUS
JOHN S. DUSS, IV
ROBERT A. FORD*
WADE MCK. HAMPTON**
WILLIAM H. JETER, JR.
THERESA M. KENNEY
ROBERT M. MORGAN***
ELIOT J. SAFER
COURTNEY S. SUMMERLIN

10110 SAN JOSE BOULEVARD JACKSONVILLE, FLORIDA 32257

3652 CROWN POINT COURT JACKSONVILLE, FLORIDA 32257

> TEL (904) 268-7227 FAX (904) 262-3337 www.fjbd.com

September 14, 2001

*OF COUNSEL

**ALSO ADMITTED IN GA

***ALSO ADMITTED IN TN

500004594035--5 -09/17/01--01094--005 *****35.00 *****35.00

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

Re: Direct Satellite Entertainment Company Resignation of T. Harvey Shuman, II

Dear Madame or Sir:

Enclosed for filing with your office is one original Officer/Director Resignation form and one original Statement of Change of Registered Agent form. Also enclosed as and for the appropriate filing fees for both documents are two trust account checks drawn on this firm's trust account, each in the amount of \$35.00. Please file both documents appropriately.

If you have any questions about any of the foregoing, please do not hesitate to contact me.

Sincerely,

Wade McK. Hampton

Wycke Hampton/ple

WH:PAS Enclosure

cc: Mr. Finner (w/encs.)

Mr. Shuman (w/encs.)

Of D resig.

OINSECRETAFILED

OISEP 17

AM 8: 50

OFFICER / DIRECTOR RESIGNATION

I, Thomas Harvey Shuman, II , hereby	resign as <u>Director, President, Secretary</u> (Title)
of Direct Satellite Entertainment Co (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

Thomas Harvey Shuman, II

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