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Buckets Of Love, Inc.
8441 SW 133rd Street
Village of Pinecrest, Florida 33156
305-238-9696 Fax: 305-238-7595

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August 29, 1997

Secretary of State
Division of Corporations - Amendment Section
PO Box 6327
Tallahassee, Florida 32314

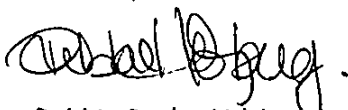
Attn: Karen Gibson

Dear Ms. Gibson,

Pursuant to our conversation earlier this week, I am sending to you the letter of resignation of Mitchell Gordon. Please file the amendment to our corporation as soon as possible, as this amendment is needed in order to complete my liquor license application.

Please feel free to contact me with any questions or concerns. Thank you in advance for your prompt attention to this matter. I appreciate it greatly.

Sincerely,



Debbie Gordon Holzberg
President

97 SEP - 8 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Called 9/5
C/O R
KRG
9/11

*Mr. & Mrs. M. Mitchell Gordon
7280 S.W. 135 Terrace
Miami, Florida 33156*

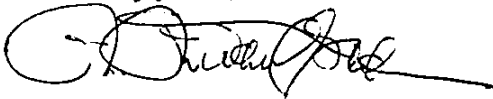
August 26, 1997

Ms. Debra J. Holzberg
c/o Buckets of Love, Inc.
8441 S.W. 132 Street
Miami, Florida 33156

Dear Debbie,

While it has been a great pleasure to be involved with Buckets of Love, Inc. since its inception I find that I can no longer devote the time that is necessary to your company. Effective immediately, please remove my name as a Officer/Director of your corporation and be advised that upon receipt of this letter Buckets of Love, Inc. agrees to hold me harmless as to any claims which might be placed against your corporation. I wish you continued success in all your endeavors.

Sincerely yours,



M. Mitchell Gordon

97 SEP - 8 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA