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December 31, 1998

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

*Resignation
to
officer*

300002729603--4
-01/04/99--01123--020
*****35.00 *****35.00

RE: Biscayne Care, Inc.

Gentlemen:

Enclosed is original executed Officer/Director Resignation along
with our firm's check in the sum of \$35.00 to cover the filing fee.

Very truly yours,

Arnaldo Vélez
ARNALDO VÉLEZ

AV/gv
Enc.

FILED
99 JAN -4 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*more
1/13/99*

OFFICER / DIRECTOR RESIGNATION

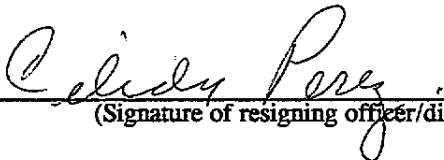
FILED
99 JAN -4 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Celida Perez, hereby resign as Director
(Title)

of Biscayne Care, 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**