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EDWARDS & CARSTARPHEN
 A Partnership of Professional Associations
 Attorneys & Consultants

2906 Douglas Road, Suite 201 • Coral Gables, Florida 33134
 Tel: (305) 442-2249 • Fax: (305) 442-0266

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials	
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LASELVE TALBOT
3 Seaview Avenue, # 210
KINGSTON, JAMAICA

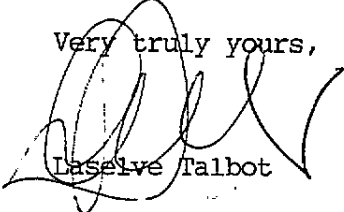
The Board of Directors
FEC Financial Holdings, Inc.,
c/o 444 Brickell Avenue
Suite Plaza 6
Miami, FL. 33131

June 30, 1998

Dear Sirs:

I hereby tender my resignation as the President and Chief Executive Officer
of FEC Financial Holdings, Inc., with immediate effect.

Very truly yours,



Laselve Talbot

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