

VITALCARE

P97000055890

July 19, 1999

Florida Department of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

400002939474--5
-07/23/99--01002--001
*****35.00 *****35.00


To Whom It May Concern:

Please find enclosed Officer/Director Resignation form, signed and notarized. For Rick Adams of Vitalcare Group, Inc. Also find enclosed check for filing fee, in the amount of \$35.00.

Please send notification that document and check have been received and processed.

FILED
99 JUL 22 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you,


Jacqueline Quintero
Secretary

O/D Resig.

V. SHEPARD JUL 28 1999



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
OFFICER / DIRECTOR RESIGNATION

FILED
99 JUL 22 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


I, Rick Admani, hereby resign as Vice President
(Title)

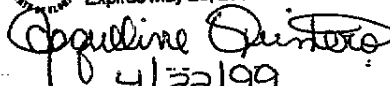
of Vitalcare Group, Inc.
(Name of Corporation)

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)

 Jacqueline Quintero
My Commission CC748171
Expires May 28, 2002


4/30/99

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