

General Defense Systems Inc.

P97000074647

Date: June 1, 2002

Resignation

I, David L. Frank, President of General Defense Systems Inc. hereby resign my position as President and Director to enable Mr. Frank Fawcett to assume the position of President for the company.

I have decided to withdraw from an active position inside the company and will offer continued support to General Defense Systems Inc. as an independent Technical Consultant.

The Consulting Agreement is attached for your review.

Signed:


Mr. David L. Frank, President

000007420980--0
-08/29/02--01029--008
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 29 PM 3:20

O/D resig.

V SHEPARD SEP 4 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 29 PM 3:20

OFFICER / DIRECTOR RESIGNATION

I, DAVID L. FRANK, hereby resign as Director
(Title)
of General Defense Systems, 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.

David L. Frank
(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**