LAW OFFICES OF

O'HAIRE QUINN & CANDLER, CHARTERED

SIII CARDINAL DRIVE MICHAEL O'HAIRE VERO BEACH, FLORIDA 32963 JEROME O. QUINN RICHARD B. CANDLER* P. O. BOX 4375 GREGG M. CH, FLORIDA 32964 LL.M (MAS)

Division of Corporations Florida Department of State Att: Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Good Food Associates, Inc.

Dear Sirs:

Enclosed please find Resignation of Registered Agent for the above entity, together with check in payment of the filing fee, payable to the Secretary of State in the sum of \$87.500

Should you require anything further, please contact the undersigned.

Very truly yours,

Gregg M. Casalino

300002969613--2 -08/25/99--01054--010

*****87.50 *****87.50

GMC:jf Encs.

cc:

Good Food Associates, Inc. 1153 Malabar Rd. NE #16 Palm Bay, FL 32907

79700015322 99 PARS 8-27-99

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509, Florida Statutes, the undersigned, GREGG M. CASALINO, hereby resigns as Registered Agent for GOOD FOOD ASSOCIATES, INC.

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which the statement is filed.

Dated: August 23, 1999

Gregg M. Casalino

PILAHASSEE, FISHIE

LAW OFFICES OF

O'HAIRE QUINN & CANDLER,

CHARTERED

MICHAEL O'HAIRE JEROME O, QUINN RICHARD B, CANDLER*

*LIL.M (MASSER OF LAWI-TAKTION BOARD CERTIFIED - VILLS, RUSTERS ISTATES)

August 23,1999

3111 CARDINAL DRIVE
VERO BEACH, FLORIDA 32963
P. O. BOX 4375
VERO CACH, FLORIDA 32964
(561) 231-6900

SMID TRANSMISSIONS (361) 231-9729

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99 AUG 27 AM 9: 26 ECRETARY OF STATE