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February 19, 2001

Ms. Karen Gibson
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

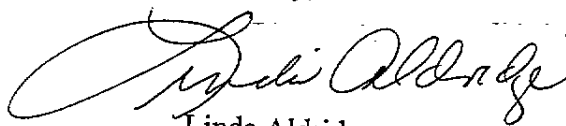
Dear Ms. Gibson:

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****140.00 *****35.00

Pursuant to our conversation on Friday, February 16, 2001 I am enclosing letters of resignation from Ms. Jill Schwartz as well as a check in the amount of \$140.00 for processing.

Please do not hesitate to contact me if you have any questions or need further information.

Sincerely,



Linda Aldridge
Office Administrator

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TALLAHASSEE, FLORIDA

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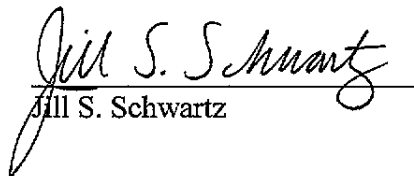
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESIGNATION

Gentlemen:

I hereby tender my resignation as an Officer and Director of Pioneer Funding Corp., a Florida Corporation, to take effect immediately.

Dated: December 29, 2000


Jill S. Schwartz