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Florida Department of State

Division of Corporations

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Fax Number : (850)205-0380

From:

Account Name : O'NEAL & BOOTH, P.A.

Account Number : I19990000208

Phone : (954)563-4803

Fax Number : (954)563-4881

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

A N FOX, INC.

Res
C/D
KRC

RESIGNATION

TO THE BOARD OF DIRECTORS OF A N FOX, INC.

This is to inform you that I am hereby tendering my resignation as officer, director and shareholder of A N FOX, INC. to be effective immediately upon transferring my 500 shares of the stock of said corporation to ANDREW J. FOX.

DATED this 14th day of June, 2001.



NICOLA J. FOX

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA