

P980000006418

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January 31, 2001

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
UCC Filing Department
409 East Gaines Street
Tallahassee, FL 32399

100003623311--1
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****122.50 ****35.00

Re: PRO GREENS II, INC. - P98000006418

Gentlemen:

Enclosed please find this firm's check in the amount of \$122.50, representing filing fees, due on the following documents:

1. Officer/Director Resignation	
a) Filing Fee	\$ 35.00
2. Resignation of Registered Agent	
a) Filing Fee	87.50
 TOTAL	 <u>\$122.50</u>

After filing, please return the copies of these documents to the undersigned in the enclosed, pre-addressed envelope. Should you have any questions, please do not hesitate to contact us.

Very truly yours,

Rebecca A. Teten
Paralegal to David S. Bernstein, Esq.

RAT:smr
Enclosures

cc: Lynn V. Cravey, Esq.

OFF Res
2-5-01
RAT

FILED
01 FEB -1 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


OFFICER / DIRECTOR RESIGNATION

I, Lawrence C. Miller, hereby resign as President
(Title)

of PRO GREENS II, 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)
Lawrence C. Miller

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:
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