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To:

Division of Corporations
Fax Number : (850) 922-4000

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

V.I.S.A. MANAGEMENT GROUP, INC.

Certificate of Status	0
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Page Count	02
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RESIGNATION BY OFFICER OR DIRECTOR
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Effective Date of Resignation NOVEMBER 1, 2000	County and State KINGS COUNTY, NEW YORK
RESIGNOR (Officer or Director Resigning -- Name, Address and Zip Code) VYACHESLAV FRUMAN 172 HIGHLAWN AVENUE BROOKLYN, NY 11223 (Hereinafter Resignor)	CORPORATION (Name, Address and Zip Code) V.I.S.A. MANAGEMENT GROUP, INC. 17290 N.E. 19TH AVENUE NORTH MIAMI BEACH, FL 33162- P98000020849

Positions Held with Corporation for Which Resignation Is Effective
PRESIDENT & DIRECTOR

I, **VYACHESLAV FRUMAN**, the Resignor, hereby tender my resignation to the above-named positions I currently hold with the Corporation. My request that my resignation be effective as of the effective date above.


Signature of **VYACHESLAV FRUMAN**

We, the Directors for this Corporation, hereby accept the resignation of Resignor to be effective as of the effective date above. We further, in accepting this resignation and having found no acts of misfeasance or non-feasance on the part of the Resignor, agree to hold Resignor harmless for all acts of misfeasance or nonfeasance committed in the course of holding this position with the Corporation.

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RESIGNATION BY OFFICER OR DIRECTOR
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VALENTINA KAMINSKA

[Signature]

Signature of Directors

STATE OF NEW YORK

COUNTY OF KINGS

SS.

Date of this Acknowledgment

Nov. 8, 2000

Acknowledgment. On this date before me a Notary Public, personally appeared VYACHESLAV FRUMAN Known to be or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this persons name is subscribed in a representative capacity, it is for the principle named and in the capacity indicated.

Notary Expiration Date



MELANIE J. LOMBARDI
Notary Public, State of New York

Signature of Notary Public

[Signature: Melanie J. Lombardi]

STATE OF NEW YORK

COUNTY OF BROOKLYN

SS.

Date of this Acknowledgment

Nov. 1, 2000

Acknowledgment. On this date before me a Notary Public, personally appeared VALENTINA KAMINSKA. Known to be or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that she executed the same. If this persons name is subscribed in a representative capacity, it is for the principle named and in the capacity indicated.

Notary Expiration Date



MARTIN H. ALTMAN
NY COMMISSION # 00 851841
EXPIRES: AUGUST 17, 2003
Qualified Third Notary Public Under Article 13

Signature of Notary Public

[Signature: Martin H. Altmann]

STATE OF NEW YORK

COUNTY OF KINGS

SS.

Date of this Acknowledgment

Acknowledgment. On this date before me a Notary Public, personally appeared Known to be or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this persons name is subscribed in a representative capacity, it is for the principle named and in the capacity indicated.

Notary Expiration Date

Signature of Notary Public

STATE OF NEW YORK

COUNTY OF KINGS

SS.

Date of this Acknowledgment

Acknowledgment. On this date before me a Notary Public, personally appeared Known to be or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this persons name is subscribed in a representative capacity, it is for the principle named and in the capacity indicated.

Notary Expiration Date

Signature of Notary Public