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MOSES MEIDE, JR.

ATTORNEY AND COUNSELOR AT LAW
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FILED
99 MAY -3 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 29, 1999

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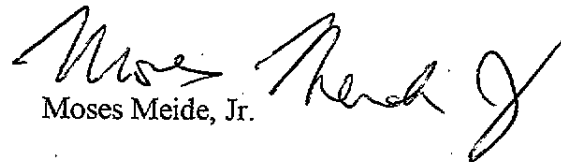
Department of State
Corporate Division
P. O. Box 5588
Tallahassee, FL 32314

RE: Gail's Trucking, Inc.

Dear Sir:

Enclosed you will find an Affidavit of Resignation of Frank McKinney as a Director of Gail's Trucking, Inc. along with a check in the sum of \$35.00 for filing. If you have any questions, please do not hesitate to contact me.

Sincerely yours,


Moses Meide, Jr.

MMJr:bjl

Enclosure

O/D resig.

JS

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AFFIDAVIT OF RESIGNATION OF DIRECTOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

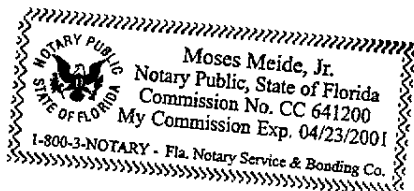
STATE OF FLORIDA
COUNTY OF DUVAL

I, FRANK McKINNEY, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, FRANK McKINNEY, hereby resign as Director of GAIL'S TRUCKING, INC., a Florida corporation, effective April 28, 1999; That the corporation has been notified in writing of the resignation. Further that I hereby relinquish and surrender my ownership in any stock that may have been issued to me.

Frank McKinney
FRANK McKINNEY

Sworn to and subscribed before me this 28 day of April, 1999, by Frank McKinney, who is personally known to me (), or who produced a Florida Drivers License (✓).



Moses Meide, Jr.
Notary Public
State of Florida