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Attorneys and Counselors at Law Post Office Box 430 Panama City, Florida 32402-0430

November 19, 2001

Charles S. Isler, III Julie Ann Sombathy Robert S. Sombathy*

*Board Certified Criminal Trial Lawyer

Downtown Office:

434 Magnolia Avenue Panama City, FL 32401 Phone (850) 769-5532 Facsimile (850) 785-5852

Beach Office:

2226 Thomas Drive Panama City Beach, FL 32408 Phone (850) 233-9613 Facsimile (850) 233-0632 Florida Department of State Attn: Amendments to Corporations Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Panhandle Produce, Inc.

Dear Sir or Madam:

Enclosed are the original resignations of Frederick B. Isler and Christy H. Isler as officer/directors and Resignation of Registered Agent, Charles S. Isler along with your fee of \$70.00 for the officer/director and \$87.50 for the registered agent.

If you have any questions, do not hesitate to contact me.

Very truly yours,

Lori A. Wetsel Legal Assistant

/law

Enclosures

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RESIGNATION OF REGISTERED AGENT

The undersigned, Charles S. Isler, hereby resigns as Registered Agent for Panhandle Produce, Inc. effective immediately.

A copy of this resignation was mailed to the above listed corporation at its last known address.

Dated the 19 day of November, 2001.

Charles S. Isler

434 Magnolia Avenue Panama City, Fl 32401 (850) 769-5532