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3109 STIRLING ROAD - SUITE 101
FT. LAUDERDALE, FLORIDA 33312

PLEASE REPLY TO MIAMI

May 14, 1999

Federal Express

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400002877344--4
-05/17/99-01108-006
*****87.50 *****43.75

Re: Resignation of Registered Agent
Gotham Media Group, Inc.

Dear Sir or Madam:

Enclosed please find my Resignation as Registered Agent of Gotham Media Group, Inc. as well as the filing fee of \$87.50. Please expedite this filing and return a filed copy to me in the enclosed addressed, stamped envelope.

Thank you for your cooperation.

Very truly yours,

JONATHAN A. HELLER

JAH/mak
Enclosures

FILED
99 MAY 21 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

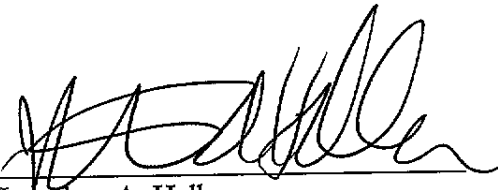
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RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of §607.0502(2) or §607.1509, Florida Statutes, the undersigned, JONATHAN A. HELLER, hereby resigns as Registered Agent for Gotham Media Group, Inc., a Florida Corporation, effective immediately.

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

Dated: May 14, 1999


Jonathan A. Heller

FILED
99 MAY 21 PM 2:09
SECRETARY OF STATE
ALLAHASSEE, FLORIDA