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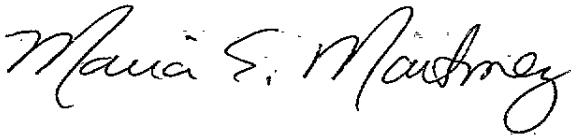
11-13-98

Maria Martinez  
6725 SW 110 St.  
Miami, FL 33156

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-11/23/98--01142--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

I, Maria Eugenia Martinez, hereby resign as President, Secretary, Treasurer of Magnitech Consultants, Inc. a corporation under the laws of the State of Florida . I sell my share of stock to Elma Alvarez and Martha Gutierrez, officers of Magnitech Consultants, Inc. for \$0.00.

Sincerely,



Maria Martinez

MAGNITECH CONSULTANTS, INC.  
P.O. BOX 655243  
MIAMI, FL 33265-5243

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12-1-98  
BAS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

**OFFICER / DIRECTOR RESIGNATION**

I, Maria E. Martinez, hereby resign as President, S, D, T  
(Title)

of Magnitech Consultants, 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.

Maria E. Martinez  
(Signature of resigning officer/director)

**FILED**  
98 NOV 23 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILING FEE IS \$35.00**