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LARSON AND JONES

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October 10, 2001

GUSTAVE W. LARSON (RETIRED)
STEVEN L. JONES

OF COUNSEL
JUDITH J. LOFFREDO
(305) 757-8115

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

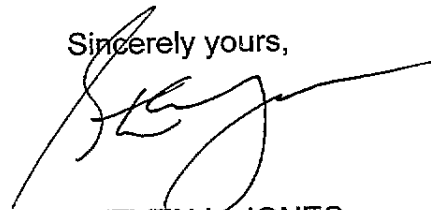
Re: M and N Property Investment, Inc.

Dear Sirs:

In connection with the above Corporation, enclosed herewith please find an Officer/
Direction Resignation together with my check representing the appropriate filing fee.
Please return confirmation of this filing to this office.

Thank you for your attention to this matter.

Sincerely yours,



STEVEN L. JONES

SLJ:rhb
Enclosure.

OD/RCD
10/16/01
(10)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 15 PM 2:30



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

OFFICER / DIRECTOR RESIGNATION

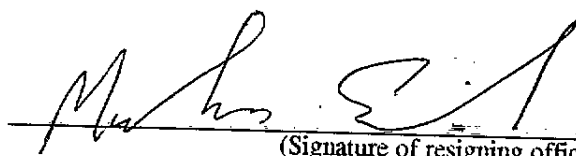
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 15 PM 2:30

I, MAHER SALEH hereby resign as President/Director
(Title)

of M and N PROPERTY INVESTMENT, 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.


(Signature of resigning officer/director)

FILING FEE IS \$35.00