

P98000054840

1279 Four Seasons Blvd.
Tampa, Florida 33613
January 10, 1998

Florida Dept. of State
Sandra B. Mortham
Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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99 JAN 20 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

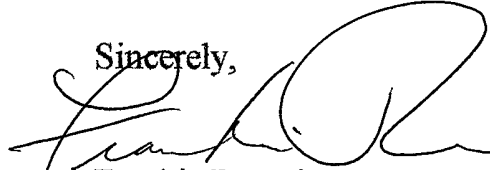
Dear Ms. Mortham:

This letter is in reference to the company called, "Q-Edge Television", document number P98000054840. As president of this corporation I formally resign my position from this office effective immediately. It would be very much appreciated if you could please make this resignation official in your corporation files.

I can be reached at the address above if you have any questions or comments concerning this matter. Thank you for your time and patience.

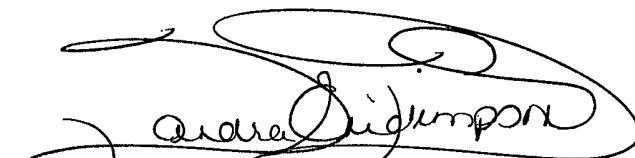
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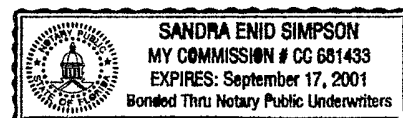
Sincerely,


Frankie Rosario
Former President

OLD REC
1/26

Sworn and Subscribed before me on this 10th day of January, 1999.


Notary Public





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

OFFICER / DIRECTOR RESIGNATION

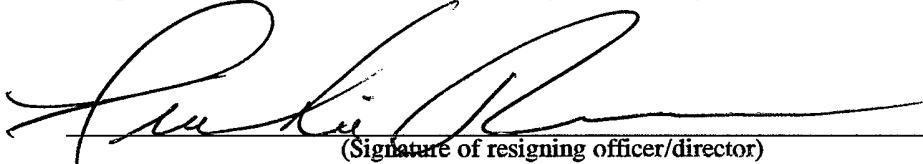
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TALLAHASSEE, FLORIDA

I, FRANKIE ROSARIO, hereby resign as President
(Title)

of Q-Edge Television Company,
(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)

FRANKIE ROSARIO

SWEORN and subscribed before on this 10th day of
January, 1999.

Edilma Cruz
Notary public

NOTARY PUBLIC
STATE OF FLORIDA
EDILMA CRUZ
COMMISSION # CC 650958
EXPIRES MAY 27, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

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