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December - 1 , 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-12/07/99-01020-003
*****70.00 *****35.00

Attn: Corporate Records

New Wave Computers, Inc.

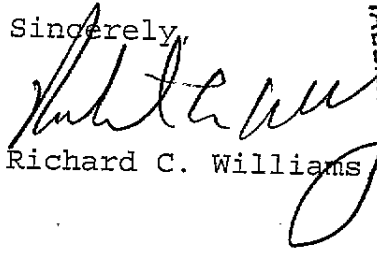
Dear Sir or Madam:

I represent Conan Raitt and Matthew Cook. Enclosed for filing with your office are the original and one (1) copy of each Resignation of Director and Officer for Messrs. Raitt and Cook.

Also enclosed is our firm's check in the amount of \$70.00 representing payment of the filing fee.

Kindly acknowledge receipt and filing of the aforementioned document by returning the enclosed copy of this letter to the undersigned in the stamped, self-addressed envelope enclosed for this purpose.

Sincerely,


Richard C. Williams

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC - 7 PM 4:43

FILED

RCW,JR:cet
Encls.

cc: Conan Raitt (w/o Encl.)
Matthew Cook (w/o Encl.)

AC 12-13
off/di
sign

RESIGNATION

TO: BOARD OF DIRECTORS
NEW WAVE COMPUTERS, INC.

GENTLEMEN:

I hereby tender my resignation as Secretary, Treasurer, and a Director of New Wave Computers, Inc., a Florida corporation, effective immediately.

Dated: November 19, 1999.


Matthew Cook

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA