

P98000089207

SIMA ACCOUNTING SERVICES, INC.

6110 CORAL WAY, MIAMI, FL. 33155

PHONE: (305) 663-5303

FAX (305) 663-2722

Oct. 30th, 2001

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-11/02/01--01029--003
*****70.00 *****35.00

Ref: M & E Photo Studio, Inc.

Dear Sirs:

Enclosed is an Articles of Amendment to Articles of Incorporation form and an Affidavit of Resignation form for the above corporation to be filed. Also enclosed find a check in the amount of \$70.00 for the filing fees.

Please return filed copies of each to me as soon as it has been filed.
Should you have any questions, please call me at (305) 663-5303.

Sincerely,



Silvia M. Garcia
President - Sima Accounting Services, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-8
AC. 11/11/01



Florida Department of State, Jim Smith, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

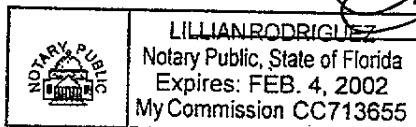
I, TERRY GARCIA after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, TERRY GARCIA hereby resign as PRESIDENT of
(Title)
M & E PHOTO STUDIO, INC., a Florida corporation;
(Name of Corporation)

That the corporation has been notified in writing of the resignation.


Signature of resigning officer/director

Sworn to and subscribed before me this 1 day of October




NOTARY PUBLIC

My Commission Expires: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA