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FAX COVER SHEET

TO: Ronnie Zerra

FAX NO. 561-392-1678

PHONE NO.: 561-362-0072

FROM: Randall L. Leshin

NO. OF PAGES: 3
 (including cover sheet)

RE: Boca Raton Services, Inc.

COMMENTS: Please see the attached officer resignation forms. Please have Randolph and Paula sign these and mail the originals to the Secretary of State at:

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

Please include your check for \$70 made payable to the Secretary of State. Call me if you have any questions.

THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL TO WHOM, OR ENTITY TO WHICH, IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL OR EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. If the reader of this message is not the intended recipient or the employee or agent responsible for delivering the message to the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is prohibited. If you have received this communication in error, please notify us immediately by telephone (collect), and return the original message to us at the above address or the U.S. Postal Service. Thank you.

BOCA RATON SERVICES INC.

1401 Juana Road • Boca Raton, Florida 33486

FILED
 99 DEC 27 AM 7:26
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED
 99 DEC 27 AM 7:26
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Officer Resignation

T BROWN JAN - 7 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

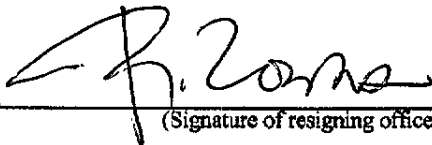
OFFICER / DIRECTOR RESIGNATION

I, Randolph Zerra, hereby resign as Vice President
(Title)

of Boca Raton Services, 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