

P99000011901

SouthernAire Photography, Inc.

8195 Green Glade Rd., Jacksonville, FL 32256 Ph 904-642-6400 or 904-333-3339

July 20, 2000

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

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

To Whom It May Concern;

Please record the enclosed "Officer Resignation" on behalf of SouthernAire Photography, Inc., whose address is 8195 Green Glade Rd., Jacksonville, FL 32256.

If you have any questions or concerns with this request, please respond via mail or phone 904-333-3339.

Sincerely,


Gerald Lane Feezor
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Officer Resignation
LFS 7-28-2000

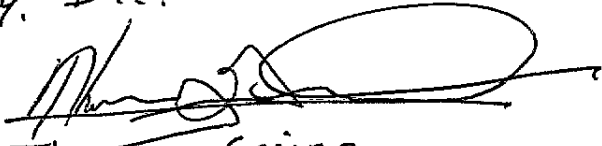
FEIN: 59-3561346

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Officer Resignation

As of February 5, 1999 I do hereby
resign as Vice President, Secretary/Treasurer, Director
of Southern Air Photography, Inc.


Thomas Gerino

Witnesses:



To:

Southern Air Photography, Inc
5250 Auloaks Ct
Jacksonville FL 32258

Fed ID# 59-3561346