

Law Offices of
James L. Pruden, P.A.
370 W. Camino Gardens Blvd., Suite 210
Boca Raton, FL 33432
(561) 417-4644
Fax (561) 417-4645

P99000018891
July 2, 1999

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-07/07/99-01082-010
*****87.50 *****87.50

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

RE: MerchantOnline.com, Inc.
Document # P99000018891
Statement of Resignation

Dear Sir or Madam:

In accordance with Fla. Stat. § 607.0502(2), this notice serves as a Statement of Resignation of Registered Agent for the above referenced Company. Pursuant thereto, please find enclosed:

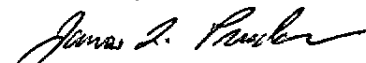
1. Form CR2E046(9/98), a Resignation of Registered Agent duly signed.
2. A check made payable to Florida Department of State in the amount of \$87.50.

A notification of such resignation has been forwarded to:

MerchantOnline.com, Inc.
1600 South Dixie Highway
Boca Raton, FL 33432

If you have further questions or need additional information, please feel free to contact me at the above phone number.

Sincerely,


James L. Pruden, Esq.

cc: MerchantOnline.com, Inc.

FILED
99 JUL -9 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
P99000018891
PAR
208-9-99

RESIGNATION OF REGISTERED AGENT

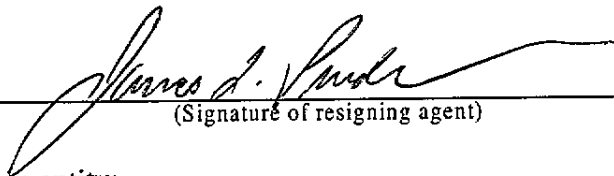
Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, James L. Pruden, Esq.
(Name of registered agent)

hereby resigns as Registered Agent for MerchantOnline.com, Inc.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.


(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL -9 PM 1:45

FILED

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314