

William G. Povlitz

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Micah Wells
Micah & Company
3745 Tamiami Trail North
Naples, Florida 34103

Re: Tender of Resignation

To: The Board of Directors of Micah & Company, Inc.

I hereby tender my resignation as a member of the board of directors, to take effect immediately.

I further tender my resignation as registered agent. Pursuant to the provisions of Section 607.0502(2) of the Florida Business Corporation Act, this resignation shall take effect on the 31st day after the date on which the statement was filed

As discussed with all board members, I will not be providing legal services to the corporation or any individual officer or director.

Sincerely,


William G. Povlitz

cc: J. Osburn

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99 JUL 23 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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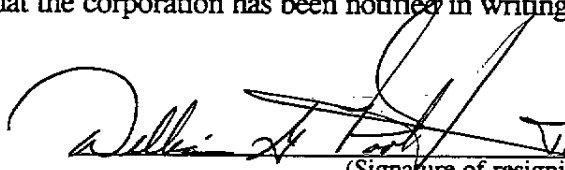
OFFICER / DIRECTOR RESIGNATION

I, William G. Povlitz, hereby resign as Secretary - Treasurer
(Title)

of Micah & Company, 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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

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