

P99000042552

Michael Goelz
11431 81st Court North
West Palm Beach, Florida 33412

August 1, 2001

Melina Powell, President
Worldwide Entertainment Resources, Inc.
4430 Forest Hill Boulevard
West Palm Beach, Florida 33406

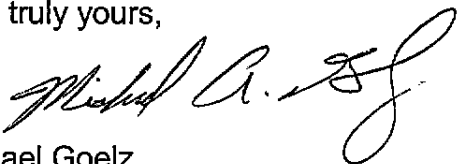
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re: Resignation as Officer

Dear Ms. Powell:

I hereby resign all officerships and any other positions which I hold in the corporation
Worldwide Entertainment Resources, Inc. effective immediately.

Very truly yours,



Michael Goelz

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Consent in Lieu of Special Meeting
of the Board of Directors of
Worldwide Entertainment Resources, Inc.**

In lieu of a, special meeting of the board of directors of Worldwide Entertainment Resources, Inc. (the "Corporation"), the undersigned, constituting all the directors of the corporation, unanimously consent as follows:

RESOLVED: That the resignation of Michael Goelz from all his positions with the Corporation is accepted effective immediately.

FURTHER RESOLVED: That the mailing address of the corporation is changed to 5100 S.W. 104th Avenue, Cooper City, Florida 33328.

DATED at Cooper City, Florida, this August NINE, 2001.

By: Melina Powell
Melina Powell, Sole Director

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