

P99000047253

March 31, 2000

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00 APR -3 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Post Office Box 6327
Tallahassee, Fl. 32314

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Dear Sir:

This letter will serve as my formal
resignation from Infinite Fitness,
a Florida Corporation # P99000047253,
1200 S.E. 12 St. Suite 12, Fort Lauderdale,
Fl. 33301.

Very truly yours,

Don Williams

DON WILLIAMS

8582 N.W. 25 Pl.

CORAL SPRINGS, FL. 33065

954-753-4774

954-592-9908

O/D Resig.

W. SHEPARD APR 12 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, DON WILLIAMS, hereby resign as PRESIDENT
(Title)

of INFINITE FITNESS, 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.

Don Williams 3/31/2000
(Signature of resigning officer/director)