

P99000049269

RESIGNATION OF DIRECTOR

Date: JULY 12 1999

To: CARS FOR LESS OF MANATEE, INC.

From: ARNOLD CARLTON

Dear ladies and gentlemen,

I hereby resign as a Director of the Corporation, effective immediately.

Sincerely,



ARNOLD CARLTON

Arnold Carlton
P.O. Box 35086
Sarasota, FL 34242

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESIGNATION OF OFFICER

To: DONALD L. STUART (SECRETARY)

From: ARNOLD CARLTON

Date: JULY 12 1999

I, ARNOLD CARLTON, hereby resign as VICE PRESIDENT of the CARS FOR LESS OF MANATEE, INC Corporation, effective immediately.

Sincerely,



ARNOLD CARLTON