

BUBLEY & BUBLEY, P.A.

ATTORNEYS AT LAW

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October 1, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-10/07/99--01027--011
****157.50 ****35.00

RE: NEW TAMPA INSURANCE AND FINANCIAL ASSOCIATES, INC.

This letter will indicate our intent to file certain documents with the Department of State on behalf of NEW TAMPA INSURANCE AND FINANCIAL ASSOCIATES, INC. In this regard, please find enclosed the following:

1. The original and one copy of the following documents:
 - a. Officer / Director Resignation
 - b. Resignation of Registered Agent
 - c. Statement of Change of Registered Office or Registered Agent or Both for Corporations
2. A check made payable to the Department of State in the amount of \$157.50 according to the applicable fee schedule.
 - a. \$35.00 for Officer / Director Resignation filing fee
 - b. \$87.50 for Resignation of Registered Agent filing fee
 - c. \$35.00 for Statement of Change of Registered Office or Registered Agent or Both for Corporations filing fee

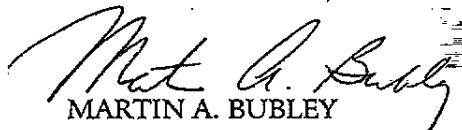
The address where filing acknowledgment and certified copies should be sent is:

Martin A. Bubley
Bubley & Bubley, P.A.
3820 Northdale Blvd.
Suite 312 B
Tampa, Florida 33624

Thank you in advance for your anticipated cooperation.

Very truly yours,

BUBLEY & BUBLEY, P.A.


MARTIN A. BUBLEY

MAB/ck
Enclosures

FILED
99 OCT -7 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

PURSUANT TO THE PROVISIONS of Sections 607.0807 and 607.0842, Florida Statutes

I, MICHELLE L. HEMMINGER, hereby resign as a DIRECTOR and an OFFICER
(Name of officer/director) (Title)

of NEW TAMPA INSURANCE AND FINANCIAL ASSOCIATES, 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.

Michelle L. Hemminger
(Signature of resigning officer/director)

9/15/99
(Date)

This instrument prepared by:

BUBLEY & BUBLEY, P.A.
Northdale Executive Center
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Suite 312 B
Tampa, Florida 33624
(813) 963-7735

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA