

CONCEPCION MILLER LLP

ATTORNEYS WITH A GLOBAL PERSPECTIVE

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BROOKING MILLER
BANK MILLER BANCORP MILLER.COM

P99000060175

September 7, 2001

Florida Department of State

Division of Corporations

Amendment Section

P.O. Box 6327

Tallahassee, Florida 32314

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*****43.75 *****43.75

Re: Air Cargo Express Service, Inc.

To Whom It May Concern:

Enclosed please find an executed resignation document by Bill Sphorer, director of Air Cargo Express Service, Inc. If you have any questions, please do not hesitate to contact us.

Enclosed please also find our check #3128 in the amount of \$43.75 for the filing fee(\$35.00)as well as one certified copy of the amendment (\$8.75).

Thank you very much for your time and cooperation.

Very truly yours,

Jo-Ann Nogueira

Jo-Ann Nogueira
Paralegal

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enc.

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*Outbox
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RESIGNATION BY BILL F. SPOHRER AS DIRECTOR

Effective Date of Resignation
August 1, 2001

County and State
Miami-Dade County, Florida

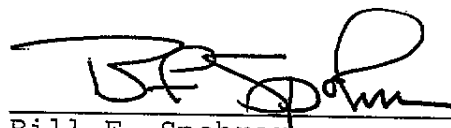
RESIGNOR (Officer or Director
Name and Address)
Bill F. Spohrer
340 Giralda Ave., #717E
Coral Gables, FL 33134
(Hereinafter Resignor)

CORPORATION (Name and Address)
Air Cargo Express Services, Inc.
2281 N.W. 82d Avenue
Miami, FL 33126

Positions Held with Corporation for Which Resignation Is Effective

Director

I, the Resignor, hereby tender my resignation as a Director of the Corporation. I request that my resignation be deemed effective as of the effective date above. A copy of this resignation has been provided to the Corporation.


Bill F. Spohrer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA