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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : AKERMAN, SENTERFITT OF JACKSONVILLE

Account Number : 105543000740

Phone : (904) 798-3700

Fax Number : (904) 354-4459

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REGISTERED AGENT RESIGNATION

PASS.COM, INC.

Certificate of Status	0
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Page Count	01
Estimated Charge	\$35.00

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DIVISION OF CORPORATIONS

RA Resignation

02/04/02

Dr

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RESIGNATION OF REGISTERED AGENT

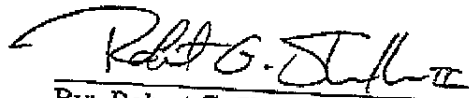
Pursuant to the provisions of Section 607.0502(2), Florida Statutes, the undersigned, Motolaw, Inc., hereby resigns as Registered Agent for **PASS. COM, INC.**, a Florida corporation.

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Dated the 1st day of February, 2002.

MOTOLAW, Inc.



By: Robert G. Shaffer, II, President

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