

Drummondville, June 14th, 2000

Mrs. Susan Payne Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee Florida 32314

70000:3303557--0 -06/26/00--01001--008 ****105.00 *****35.00

Subject: C.D.C. MOTORS & VENTILATORS USA; INC.

Ref. Number: P99000100941 Your letter number: 000A00031550

Madam,

As requested in your above mentioned letter, herewith, our document and an American Express money order number 103411026 for an amount of 105.00 USD.

Trusting this to be as requested.

Thanks for your attention on this matter.

Pierre Yergeau

Controller

DID 6/26/00

Tel.: (819) 478-1198

Fax: (819) 478-0711



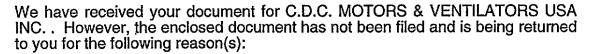
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 5, 2000

C.D.C. MOTORS & VENTILATORS USA INC. 1170 Rue Bergeron Drummondville Quebec Canada J2C 7G3,

SUBJECT: C.D.C. MOTORS & VENTILATORS USA INC.

Ref. Number: P99000100941



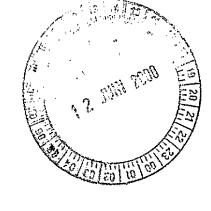
Office policy prevents this office from processing the enclosed check(s). All checks processed by this office must be payable in U.S. dollars and drawn on a bank located in the United States.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6901.

Letter Number: 000A00031550

Susan Payne Senior Section Administrator



FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER/DIRECTOR RESIGNATION

I, Mariette Neveu, hereby resign as director of C.D.C. MOTORS & VENTILATORS USA INC. a corporation organized under the laws of the State of Florida and affirm that the corporation has been notified in writing of the resignation.

Drummondville, May 19, 2000

MARIETTE NEVEU