

LITTMAN & SHERLOCK, P. A.

ATTORNEYS AT LAW
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STUART, FLORIDA

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JAMES F. LITTMAN

VIRGINIA P. SHERLOCK

REPLY TO:

POST OFFICE BOX 1197
STUART, FLORIDA 34995

100002348371--1
-11/17/97--01036--015
*****35.00 *****35.00

November 6, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Resignation of Director/Future Farm U.S.A., Inc.

Dear Sir:

Enclosed for filing is an Affidavit of Resignation of Officer
And/Or Director for the above-referenced corporation.

A check in the amount of \$35.00 in payment of your fee for filing
this instrument also is enclosed.

Thank you for your attention.

Sincerely,

LITTMAN & SHERLOCK, P.A.

Virginia P. Sherlock
Virginia P. Sherlock

VPS/jh
Enclosure

FILED
97 NOV 17 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

off Res
LFS
11-19-97



Florida Department of State, Jim Smith, Secretary of State

RESIGNATION OF OFFICER AND/OR DIRECTOR

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF MARTIN

I JOSEPH BILANCIO after being duly sworn, state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

1. I Joseph Bilancio, hereby resign as a director of FUTURE FARM U.S.A., INC., a Florida corporation;
(Title)
(Name of Corporation)

2. That the corporation has been notified in writing of the resignation; and
3. That corporate minutes relating to the resignation are unavailable.

FURTHER AFFIANT SAYETH NOT.

Joseph W. Bilancio
AFFIANT

Sworn to and subscribed before me this 6th day of November, 1997

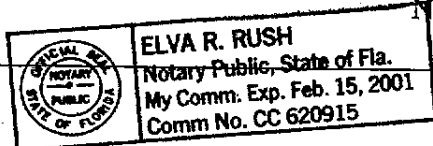
Elva R. Rush

NOTARY PUBLIC

My Commission Expires:

\$35.00

FILING FEE IS ~~\$20.00~~



DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(904) 487-6051

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA