

LAW OFFICES
MAURO C. SANTOS, P.A.

JOSEPH A. SORCE
OF COUNSEL
JEFFREY C. DAHL

25 S.E. SECOND AVENUE
SUITE 1235
MIAMI, FLORIDA 33131
TELEPHONE (305) 371-5252
FAX (305) 371-5338

S 38682

Miami, March 26, 1997

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*****35.00 *****35.00

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

CERTIFIED MAIL
#P 397 900 227

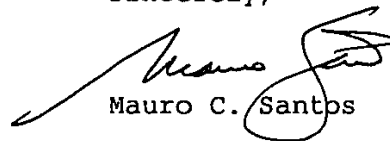
RE: USA Ambraz, Inc.
Doc. number 538682
Resignation of Valter Romero as Sect./Dir.

Dear Sir/Madam:

Enclosed please find the formal resignation of Valter Romero from the positions of Secretary and Director of USA Ambraz, Inc. and this firm's check # 2213 in the sum of \$35.00 representing the filing fee.

Thank you for your assistance in this regard.

Sincerely,


Mauro C. Santos

MS/md
94.039

S 38682
04/04/97
3:31-97

RECEIVED
97 MAR 31 PM 3:44
DIVISION OF CORPORATIONS

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, VALTER ROMERO, hereby resign as Secretary/Director
(Title)
of USA AMBRAZ, INC. - Doc. No. S38682
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)
VALTER ROMERO

97 '00 31 07 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

FILING FEE IS \$35.00

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

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Miami, March 26, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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CERTIFIED MAIL
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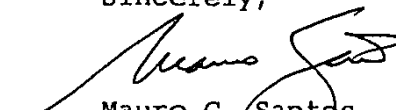
RE: USA Ambraz, Inc.
Doc. number 538682
Resignation of Wagner Cyro Buosi as Pres./Dir.

Dear Sir/Madam:

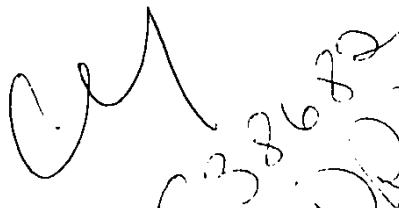
Enclosed please find the formal resignation of Wagner Cyro Buosi from the positions of President and Director of USA Ambraz, Inc. and this firm's check # 2214 in the sum of \$35.00 representing the filing fee.

Thank you for your assistance in this regard.

Sincerely,


Mauro C. Santos

MS/md
94.039


538682
CHD
3-31-97

RECEIVED
97 MAR 31 PM 3:44
DIVISION OF CORPORATIONS

Florida Department of Stat, Sandra B. Motham, Secretary of State

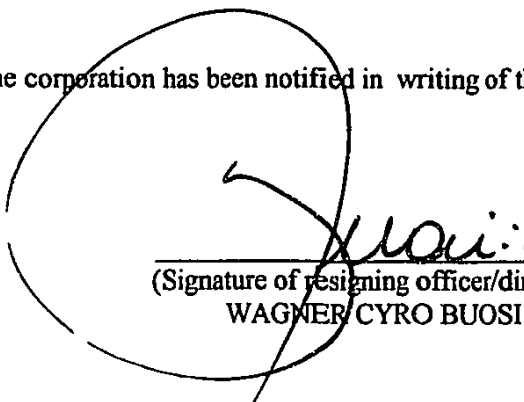
OFFICER/ DIRECTOR RESIGNATION

I, WAGNER CYRO BUOSI, hereby resign as, President/ Director
(file)

of USA AMBRAZ, INC. - DOC No. 538682
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)
WAGNER CYRO BUOSI

SECRET
TALLAHASSEE, FLORIDA

97110 31 01 04 00

APPROVED
AND
FILED

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, PO BOX 6327, TALLAHASSEE, FL 32314