

Accountants and
Management Consultants

The US Member Firm of
Grant Thornton International

Grant Thornton 

GRANT THORNTON LLP

VIA FEDERAL EXPRESS

March 29, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-03/30/01--01110--004
*****87.50 *****87.50

Re: *Resignation as Registered Agent*

To Whom It May Concern:

Please find enclosed the following documents:

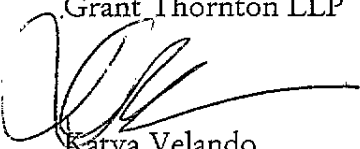
- Resignation of Registered Agent form, in duplicate; and
- A check in the amount of \$87.50 dollars.

Once you have accepted the Resignation of Registered Agent form, please return a stamped copy of the form as evidence of filing. Enclosed is a self-addressed, postage paid envelope for your convenience.

Should you have any questions or need additional information, please contact me at 312.602.8403.

Very truly yours,

Grant Thornton LLP


Katya Velando
Legal Department

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, Grant Thornton LLP
(Name of registered agent)

hereby resigns as Registered Agent for Rompus Interactive Corporation
(Name of 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.


(Signature of resigning agent)

If signing on behalf of an entity:

John L. Archambault
(Typed or Printed Name)

Partner and National Director of Professional Standards
(Capacity)

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA