

LAW OFFICES OF

E. ROSS ZIMMERMAN & ASSOCIATES, P.A.

E. ROSS ZIMMERMAN
MEMBER FLORIDA, NEW YORK
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579935

October 29, 1997

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

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-11/03/97--01125--001
***140.00 ***35.00

To Whom it May Concern:

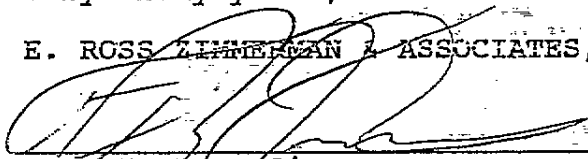
Enclosed is an original and a copy of Lawrence M. Strum's
resignation letter as Director from all offices of the following
corporations:

McKinley Financial Services, Inc.
Premier Brokerage Services, Inc.
Insurance Warehouse of South Florida, Inc.
Imperial Insurance Agency of South Florida, Inc.

Also enclosed is a check for \$140 filing fee.

Very truly yours,

E. ROSS ZIMMERMAN & ASSOCIATES, P.A.


E. Ross Zimmerman

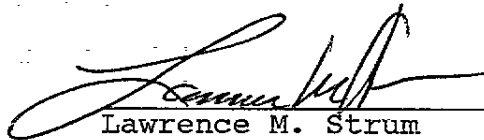
McKinley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLL NOV 6 1997

RESIGNATION

I, LAWRENCE M. STRUM, hereby tender my resignation as Director
and from and all offices I hold with Imperial Insurance Agency
of South Florida, Inc., effective this 1st day of October, 1997.


Lawrence M. Strum

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA