

RESIGNATION OF REGISTERED AGENT

COMES NOW Carl P. Burke, registered agent for the State of Idaho for THE DIVII CORPORATION, and resigns as such registered agent. This Resignation of Agent is filed pursuant to §30-1-13, Idaho Code.

The address of THE DIVII CORPORATION is as follows:

THE DIVII CORPORATION
c/o Leslie G. Heinlen, President
1810 SE 20th Street
Cape Coral, Florida 33904


DATED this 21st day of June, 1985.



Carl P. Burke

STATE OF IDAHO)
) ss.
County of Ada)

I, Jennifer C. Lawrence, a notary public, do hereby certify that on this 21st day of June, 1985, personally appeared before me Carl P. Burke, who being by me first duly sworn, declared that he is the registered agent of THE DIVII CORPORATION, and that he signed the foregoing Resignation of Registered Agent and that the statements contained therein are true.



Jennifer C. Lawrence, Notary
Public for Idaho
Residing at Boise, Idaho
My Commission Expires 8-1-87



STATE OF IDAHO

SECRETARY OF STATE

BOISE

PETE T. CENARRUSA
SECRETARY OF STATE

June 25, 1985

Leslie G. Heinlen, President
THE DIVII CORPORATION
1810 S. E. 20th Street
Cape Coral, Florida 33904

RE: THE DIVII CORPORATION

Dear Mr. Heinlen:

Please be advised that Carl P. Burke, Esq. has resigned as registered agent for THE DIVII CORPORATION. A copy of the letter of resignation is enclosed.

It is required that this corporation appoint another agent within 30 days pursuant to Section 30-1-114, Idaho State Code, by filing the enclosed form.

If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,

A handwritten signature in cursive script, reading "Sally T. Clark".

Sally T. Clark
Corporations Clerk

enc.

ELAM, BURKE AND BOYD
ATTORNEYS AND COUNSELORS AT LAW
SUITE 1010 FIRST INTERSTATE BUILDING
POST OFFICE BOX 1559
BOISE, IDAHO 83701
TELEPHONE 208-343-5454

LAUREL E. ELAM (1888-1974)
CARL A. BURKE (1898-1961)
CARL P. BURKE
PETER J. BOYD
M. ALLYN DINGEL, JR.
JACK S. GJORDING
JOHN MAGEL
DAVID B. LINCOLN
RICHARD C. MELLON, JR.
ROBERT M. TYLER, JR.
JAMES D. LARUE
RANDALL A. PETERMAN
WILLIAM J. RUSSELL
KAYE L. O'RIORDAN
RYAN P. ARMBRUSTER

DAVID E. COMSTOCK
MELVILLE W. FISHER II
WILLIAM G. DRYDEN
TODD J. WILCOX
PETER C. MARSHALL
TRUDY HANSON FOUSER
D. ALAN KOFOED
BRIAN D. HARPER
SCOTT L. CAMPBELL
BOBBI KILLIAN DOMINICK
W. DALLAS BURKHALTER
ALAN P. CONILOGUE
JOHN K. DAVIS
LAWRENCE GEORGE SIRHALL, JR.

June 24, 1985

Idaho Secretary of State
Statehouse
Boise, Idaho 83720

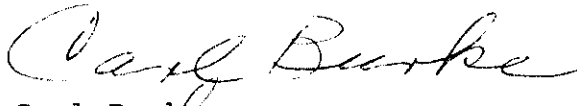
RE: THE DIVII CORPORATION

Dear Sir:

Enclosed you will find duplicate originals of Resignation of Registered Agent together with our check in the sum of \$10.00 which covers your fee.

Sincerely yours,

ELAM, BURKE & BOYD


Carl Burke

CB:sd
Enc: