



Registered Agent Solutions, Inc.

515 Congress Ave.
Suite 2300
Austin, TX 78701

Ph: (888) 705-RASi (7274)
Fax: (888) 706-RASi (7274)

January 11, 2010

SECRETARY OF STATE

CORPORATIONS DIVISION
148 WEST RIVER ST.
PROVIDENCE RI 02904

RE: OMNI-FUND, INC. FILE # 000270590

To Whom It May Concern:

Registered Agent Solutions, Inc. hereby resigns as registered agent for the above named entity. Written notice of resignation was given to the above named entity by delivering such notice to the entity at its last known address.

The name and address of the person to which Registered Agent Solutions, Inc will send the notice is:

AVI KANDOLA

26395 JEFFERSON AVE. SUITE E

MURRIETA, CA 92562

I certify that I am authorized to execute this notice and the agency appointment is hereby terminated.

Sincerely,

A handwritten signature in cursive script that reads "Nancy Schwamberger".

Nancy Schwamberger
Assistant Secretary

Registered Agent Solutions, Inc.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2010 JAN 13 AM 10:52



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State



January 14, 2010

Omni-Fund, Inc.
26395 Jefferson Avenue, Suite E
Murrieta, CA 92562

RE: Corporate ID# 270590
Omni-Fund, Inc.

Dear Sir or Madam:

This is to notify you that this office received on January 13, 2010 the resignation of Registered Agent Solutions, Inc. as Registered Agent of the above-named corporation, a copy of which is enclosed. Sections 7-1.2-502, 7-1.2-1409, 7-6-13 and 7-6-78 of the General Laws of the State of Rhode Island state that "the appointment of the agent shall terminate upon the expiration of thirty (30) days after receipt of the notice by the secretary of state."

Pursuant to the provisions set forth in Sections 7-1.2-501, 7-1.2-1408, 7-6-12 and 7-6-77 of the General Laws of the State of Rhode Island, "each corporation shall have and continuously maintain in this state" a registered agent. In order to ensure that your authority to conduct business will remain intact, please file a Change of Registered Agent form with this office.

To file online using Visa, MasterCard or American Express, visit www.sos.ri.gov and simply click on the "File Corporate Forms" link. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at www.corp_pin@sos.ri.gov.

If you prefer to use cash or check, visit www.sos.ri.gov. Click on Business Services then click on Business Filings and then Corporate Forms to download a form. You can mail the form to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the Change of Agent form upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese
Manager of Data and Information Services
Division of Business Services

enc.

Corporations Division

Business Section

Phone: 401-222-3040
Fax: 401-222-1309
corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185
Fax: 401-222-1309
businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487
Fax: 401-222-3879
notaries@sec.state.ri.us
trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040
Fax: 401-222-3879
ucc@sec.state.ri.us

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