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July 29, 1996

Secretary of State for the
State of Rhode Island
Corporations Division
100 North Main Street
Providence, RI 02903

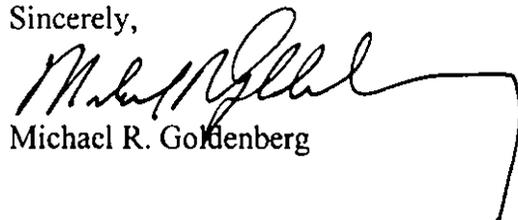
Re: Ocean State Forklifts, Inc.
22 Hollister Road
Seekonk, MA 02771

Dear Sir or Madam:

Effective immediately, I hereby resign as the registered agent for the above-referenced corporation.

Please do not hesitate to contact me if you have any questions regarding the foregoing.

Sincerely,



Michael R. Goldenberg

cc: Mr. Douglas O' Brien

JUL 29 1996

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STATE OF RHODE ISLAND
CORPORATIONS DIVISION