



NIXON PEABODY LLP

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January 23, 2001

Rhode Island Secretary of State
Attn. Corporation Division
100 North Main Street
Providence, RI 02903

Re: K&M Enterprises, Inc.

Dear Sir/Ms.:

I, Stephen D. Zubiago, Esq., hereby resign, effective immediately, as registered agent for *K&M Enterprises, Inc.*, a Rhode Island domestic business corporation, ID# 86033, having a principal office at 63 Briarcliff Avenue, Warwick, RI 02889.

Sincerely,

Stephen D. Zubiago

cc: Margaret F. Quinn
Madeline A. Eastabrook, Esq.

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