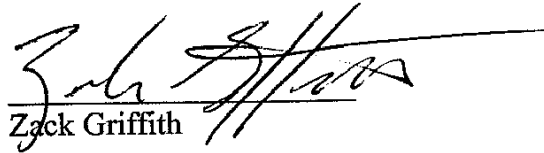


## MEMORANDUM

TO: Carl Tilley, President, and Ruth Tilley, Secretary, Tilley Foundation Inc.  
CC: Board of Directors  
FROM: Zack Griffith  
DATE: June 14, 2002  
RE: Resignation from Board of Directors

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I hereby tender my resignation from the Board of Directors of Tilley Foundation, Inc. effective immediately.

  
Zack Griffith