[MS-0436.005.016.001]

HAROLD K. BROWN
6304 Camino Largo
San Diego, CA 92120

Board of Directors
Touchdown Distributing, Inc.
Attn: Anthony Dorsett
6005 Ketterling Court
Dallas, TX 75248

Re: Resignation

Dear Directors:

I, the undersigned, hereby resign as an officer and director of Touchdown Distributing, Inc., a California corporation, effective this 20 day of July, 1995.

Harold K. Brown
HAROLD K. BROWN

0080306.WP