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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 25, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attn: Corporate Amendments

Re: VINO, INC.

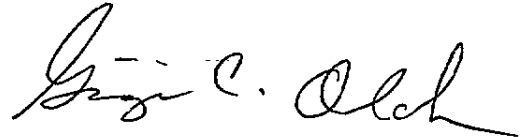
To Whom It May Concern:

000006719410--013
-07/29/02--01032--006
*****35.00 *****35.00

Please find enclosed an executed Officer/Director Resignation on behalf of **Michael Brooks** regarding the above-referenced corporation. Also find enclosed our check in the amount of **\$35.00** to cover the filing fee.

Please amend the corporate records to reflect this change. Please do not hesitate to call me at 305-858-3307 if you have any comments or questions regarding the above.

Sincerely,



Gigi C. Olah
President, Vino, Inc.

Enclosures

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PS 8/1/02

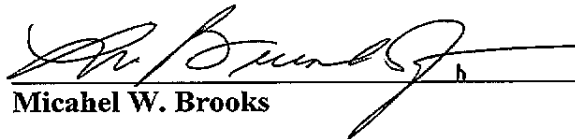
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, Michael Brooks, of 2301 SW 27th Lane, Miami, FL 33133, hereby resign as Vice President of VINO, INC., a corporation organized under the laws of the State of Florida, having its principal place of business at: 3315 Rice Street, Coconut Grove, Florida, 33133, and affirm that the corporation has been notified in writing of the resignation.


Michael W. Brooks

July 25, 2002

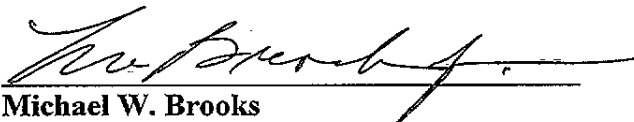
VINO, INC.
3315 Rice Street
Coconut Grove, Florida 33133

Attn: Gigi C. Olah

To: The Board of Directors:

This is to inform you that effective this date as set out above, I hereby resign as director and officer of VINO, INC., and do hereby relinquish all rights, powers, and duties as such, and further, from this date forward, neither acknowledge nor accept any obligation or responsibility relating to those positions.

Please accept this resignation effective this 25th day of July, 2002.


Michael W. Brooks