

VANELLA ENTERPRISES, INC.

21 East Acre Drive * Plantation, Florida 33317
(954) 584-9786 * Fax (954) 584-1223

May 10, 2000

Florida Dept of
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

218217

FILED
00 MAY 15 PM 2:36
TALLAHASSEE, FLORIDA

Gentlemen:

Re: Articles of Amendment to the
Articles of Incorporation of
Vanella Enterprises, Inc.

Enclosed is the above referenced original amendment to the
articles of incorporation, as well as a photocopy, along with the
required fee of \$35.00.

Please stamp "Date Filed" on the photocopy of the amendment and
return to me by mail at the above address.

We appreciate your assistance in this matter.

Sincerely,

Philip De Meo

Philip De Meo
President

*Amend
5-30-00
PDS*

Enclosures

H:\wp51\data\vansdept.doc

400003252534--3
-05/15/00-01117-009
*****35.00 *****35.00

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
VANELLA ENTERPRISES, INC.

FILED
00 MAY 15 PM 2:36
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is VANELLA ENTERPRISES,
INC.

2. The following amendments of the Articles of Incorporation
were adopted by the Directors and sole shareholder of the
corporation on March 25, 2000 in the manner provided by the
Florida Business Corporation Act.

Article I is eliminated in its entirety and Article I
shall now read as follows:

"The name of the corporation shall be VANELLA ENTERPRISES,
INC.

The principal office of this corporation and its mailing
address is 21 East Acre Drive, Plantation, Florida 33317."

Article VI is eliminated in its entirety and Article VI
shall now read as follows:

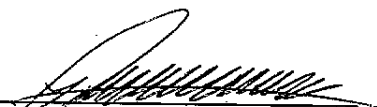
"This corporation shall have one (1) Director."

Article VII is eliminated in its entirety and Article
VII shall now read as follows:

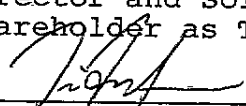
"This corporation shall have officers as described in
its bylaws or appointed by the Director in accordance
with the bylaws."

The amendments were approved by the vote of the Board of
Directors and by the sole holder of 100% of the shares entitled
to vote thereon.

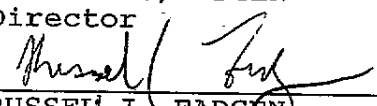
The undersigned have executed these Articles of Amendment
this 25 day of March, 2000.



PHILIP DE MEO
Director and Sole
Shareholder as Trustee



TIMOTHY J. FADGEN
Director



RUSSELL J. FADGEN
Director