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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. B.L.D. DISTRIBUTOR CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****35.00 *****35.00Amend
6-29-00
PK5RECEIVED
00 JUN 29 AM 10:19
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

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AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
R.L.D. DISTRIBUTOR CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

'BEFORE ME, the undersigned authority, this day personally appeared Rene L. Diaz, Rene Diaz, Jr. and Yolanda Diaz who first by me being duly sworn deposes and says:

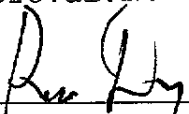
That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Be it amended that Article VI and VII of the original Article of Incorporation has been changed to include Rene Diaz, Jr. as Vice-president/Secretary and director of the company.

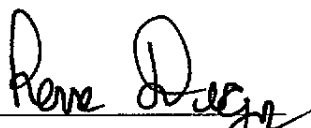
Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Rene L. Diaz, Sr./President/Director, Rene Diaz, Jr./Vice President/Secretary/Director and Yolanda Diaz Treasurer/Director.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 27th day of June 2000.


Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.



Rene L. Diaz, Sr.



Rene Diaz, Jr.



Yolanda Diaz