N70104

4/29/98

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

3:39 PM

(((H98000008141 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: D & G VENDING, INC.

DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS. . @

PAGES.....

DEL. METHOD. . FAX

CERT. COPIES.....Ø

EST. CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

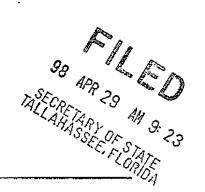
ENTER SELECTION AND (CR):

TATE DIVISION OF CURPORVITORS TRAIN

y/c Amend

H98000008141

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



D & G VENDING, INC.

(Present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1. - Name changed to:

D & G GROUP, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Gillian Lord Breakspeare, P.A, CPA 9160 S.W. 87th Ave., Ste. 201 Miami, Fl 33176 (305) 274-5811

THIRD: T	ne date of each amendment's adoption: 4/29/98 —
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
.	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting group. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient For approval by
•	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	this 39 day of Alre 1998.
Signature	Broke Chairman & Vin This
	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if not adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted bu the incorporators)
	Gillian Lord Breakspeare
	Typed or printed name
	PRESIDENT
	Tige