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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.

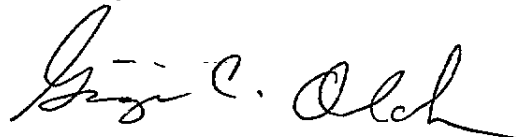
To Whom It May Concern:

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

o/d has  
PS 8/1/02

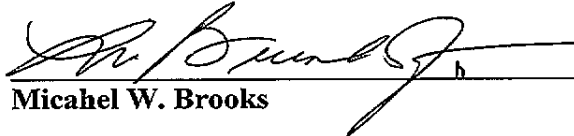
**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OFFICER / DIRECTOR RESIGNATION**

I, Michael Brooks, of 2301 SW 27<sup>th</sup> 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.

  
Micahel W. Brooks

July 25, 2002

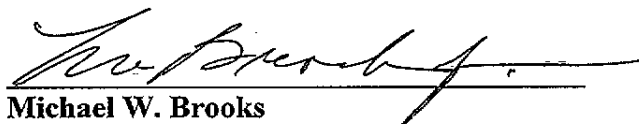
VINO, INC.  
3315 Rice Street  
Coconut Grove, Florida 33133

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