

Division of Corporations

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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : BERRIZ & GIRALDO P.A.
Account Number : I19990000017
Phone : (305) 485-9300
Fax Number : (305) 485-1098

RECEIVED
02 DEC 16 PM 12:14
DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

VIDA LIFE INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

AMENDED
KLB
12/14 1/1/99
(16)

HD 2 000 623 + 912 L
ARTICLES OF AMENDMENT

TO
ARTICLES OF INCORPORATION
OF

VIDA LIFE 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 VI OFFICERS & DIRECTORS

GOMEZ, CARLOS E	PRESIDENT
CARRASCO, ISAAC	VICEPRESIDENT
LOPEZ, PEDRO	VICEPRESIDENT
HERNANDEZ, ARMANDO J	TREASURER

DELETE:

GOMEZ, CARLOS E	PRESIDENT
HERNANDEZ, ARMANDO J	TREASURER

CHANGE:

CARRASCO, ISAAC	PRESIDENT
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THE STOCKHOLDER'S FOR THIS CORPORATION IS:

CARRASCO, ISAAC	5000 SHARES
LOPEZ, PEDRO	5000 SHARES

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:

YOHIMA DEL CORRAL
4080 SW 84 AV
MIAMI, FL 33155
305-4859300

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THIRD: The date each amendment's adoption: December 16, 02

FOURTH: Adoption of Amendment(s) (CHECK ONE)

X- 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 groups.
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.

Signed this 16 day of December 02

Signature 
(By the chairman or vice chairman of the board of directors,
President or other officer if adopted by the Shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Isaac Carrasco
Typed or printed name

Vice president
Title

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

Registered agent signature

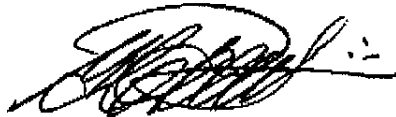
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**WAIVER OF NOTICE OF SPECIAL MEETING
OF STOCKHOLDERS AND DIRECTORS
OF
VIDA LIFE INC.**

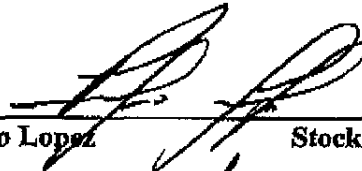
WE, the undersigned, constituting the holders of record of all the outstanding stocks of VIDA LIFE INC., and all the members of the Board of Directors, waive notice of a special meeting of Stockholders and Directors and consent that the meeting be held at 8250 N.W. 27th Street, Suite 309, Miami, Florida 33122, on December 13th, 2002 at 3:00 p.m. For the following purpose:

- 1) To change Officers of the Corporation
- 2) To transact such other business as may come before the meeting.

Dated this 13th day of December, 2002



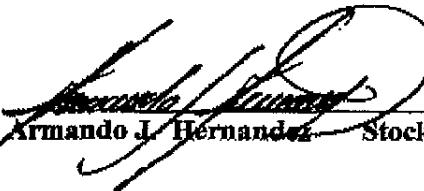
Isaac Carrasco Stockholder/Director



Pedro Lopez Stockholder/Director



Carlos E. Gomez Stockholder/Director



Armando J. Hernandez Stockholder/Director

**SPECIAL MEETING OF STOCKHOLDERS
AND DIRECTORS
OF
VIDA LIFE INC.**

Pursuant to Waiver of Notice dated December 13th, 2002 a special meeting of Stockholders and Directors of Vida Life Inc., was held on December 13th, 2002, at 3:00 p.m. at 8250 NW 27th Street, Suite 309, Miami, Florida 33122.

The meeting was called to order by Pedro Lopez who presided, and Isaac Carrasco, acted as Secretary and recorded the minutes of the meeting.

The Secretary called the roll of Stockholders and Directors.

The following Stockholders and Directors were present in person:

Carlos E. Gomez	owner of 2500 shares
Issac Carrasco	owner of 2500 shares
Pedro Lopez	owner of 2500 shares
Armando J. Hernandez	owner of 2500 shares

The Secretary reported that 100% of the shares entitled to vote were present and all Directors were also present.

The Presiding Director then, declared the meeting duly organized:

The presiding Director informed the meeting that the first item in the agenda was to change the officers for the Corporation, as Armando J. Hernandez and Carlos E. Gomez, are conveying 100% of their shares equally to Pedro Lopez and Isaac Carrasco upon the conclusion of this meeting, and are submitting their resignation as Directors and Officers for the Corporation.

On motion duly made, seconded and unanimously carried it was:

RESOLVED:

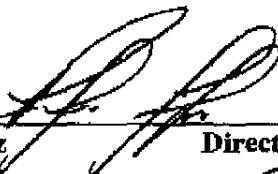
- A) To accept the resignation of ARMANDO J. HERNANDEZ as Treasurer / Director
- B) To accept the resignation of CARLOS E. GOMEZ as President, Secretary and Director.
- C) To appoint Isaac Carrasco as President, Secretary for the Corporation

There being no further business before the meeting it was, upon the motion duly made and seconded, adjourned.

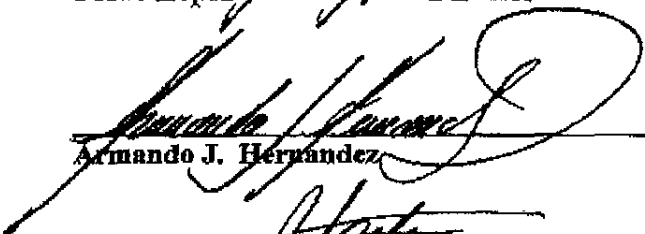
Dated this 13th day of December, 2002



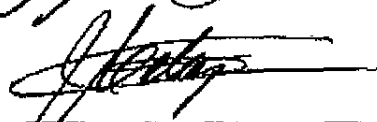
Isaac Carrasco Director



Pedro Lopez Director



Armando J. Hernandez



Carlos E. Gomez