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BASIC AMENDMENT

V'DORA FOODS, INC.

4895-10361

Certificate of Status	0
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Amendment

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12-02-99

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 22, 1999

V'DORA FOODS, INC.  
4100 POWER LINE RD Y2  
POMPANO BEACH, FL 33073US

SUBJECT: V'DORA FOODS, INC.  
REF: P96000015688

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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Darlene Connell  
Corporate Specialist

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**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
V'DORA FOODS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, V'dora Foods, Inc., a Florida corporation, hereby amends its Articles of Incorporation as follows:

Article III is hereby amended in its entirety to read:

**"ARTICLE III.  
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 25,000,000 shares of Common Stock having a par value of \$.001 per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights."

The foregoing Amendment was approved and adopted by the Board of Directors and a majority in interest of the shareholders on March 9, 1999, in accordance with Section 607.1006 of the Florida Business Corporation Act, and the number of votes cast by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the this Corporation, pursuant to the approval and authority given by the Board of Directors and a majority in interest of the shareholders, has executed these Articles of Amendment on this 9th day of March, 1999.

  
\_\_\_\_\_  
Edward Falcone, President

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Gary N. Gerson, Esquire (FL Bar No. 251771)  
Nason, Yeager, Gerson, White & Lioce, P.A.  
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