

P960000.88702

Jan. 20, 1997

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-02/24/97--01120--008
*****43.75 *****43.75

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
VISTA MARKETING & ADVERTISING, INC. (P 96000088702)

FILED
97 FEB 24 PM 2:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of
Amendment to Articles of Incorporation of VISTA
MARKETING & ADVERTISING, INC.

Also find enclosed a check made payable to the Secretary of State in
the amount of \$43.75 which includes the statutory filing fee of
\$ 35.00 plus \$ 8.75 for a Certificate of Status. Your assistance
is appreciated.

Also, my copy of Articles of Incorporation for Vista Marketing &
Advertising, Inc. were never received by me because we moved.
I am enclosing a copy of the Articles of Incorporation. Would you
please stamp these Articles also, and return them to me with my
copy of the Amendments

Respectfully,



JUAN BERNAL
16300 NE 19 Ave., #230
N. Miami Beach, Fl 33162

VS FEB 27 1997

Amend. & N/C

ARTICLES OF AMENDMENT
TO ARTICLE OF INCORPORATION
OF

VISTA MARKETING & ADVERTISING CORPORATION

FILED
97 FEB 24 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: Amedments adopted:

ARTICLE ONE

The name of the corporation is **VISTA PRODUCTIONS, INC.**
The principal address of the corporation is: 16300 NE 19 Ave., #230
N. Miami Beach, Fl 33162

ARTICLE SIX

The street address of its ~~initial~~ registered office is 16300 NE 19 Ave., #230, N. Miami Beach, Fl 33162, and the name of its initial registered agent at such address is **JUAN BERNAL**.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


JUAN BERNAL

ARTICLE SEVEN

The number of directors constituting the ~~initial~~ board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
JUAN BERNAL	16300 NE 19 Ave., #230 N. Miami Beach, Fl 33162

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
JUAN BERNAL	16300 NE 19 Ave., #230 N. Miami Beach, Fl 33162

(signed)


Incorporator

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:

Not applicable

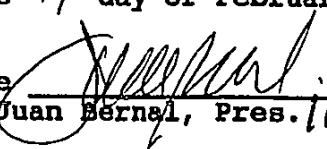
THIRD: The date of each amendment's adoptions: January 20, 1997.

FOURTH: Adoption of Amendments:

The amendments were adopted by the board of directors without shareholders action and shareholders action was not required.

Signed this ^{19th} day of February, 1997

Signature


Juan Bernal, Pres. / Director