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FILED
97 APR 28 AM 8:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

April 17, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

000002157170--8
-04/28/97--01131--008
*****35.00 *****35.00

Re: Amendment to Articles of Incorporation of Seabreeze Multimedia Co.


Dear Sir/Madam:

Enclosed please find Amendment to Articles of Incorporation for Seabreeze Multimedia Co., together with a duplicate original to be stamped with the filing information and returned to the undersigned. Also enclosed is our check in the amount of \$35 in payment of the filing fee.

Should you have any questions regarding the enclosed, please do not hesitate to contact this office.

Very truly yours,

RICHARD P. ZARETSKY, P.A.


Richard P. Zaretsky

/cfs
Enclosures

VB MAY 6 1997

N/C

AMENDMENT TO ARTICLES OF INCORPORATION
OF
SEABREEZE MULTIMEDIA CO.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

WHEREFORE, the sole incorporation of SEABREEZE MULTIMEDIA CO.
desires to amend the name of the corporation; and

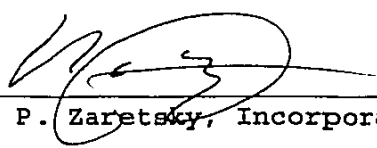
WHEREAS, there has been no issuance of the stock of the
corporation to any shareholder; and

WHEREAS, there is no other incorporator to the corporation.

THEREFORE, in accordance with § 607.1005 F.S., the sole
incorporator amends the name of the corporation to the following:

VINHIL, INC.

Executed by the undersigned at West Palm Beach, Florida, this
18 day of April, 1997.

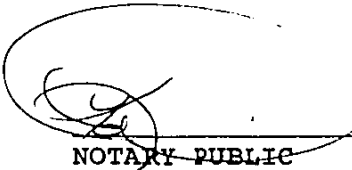


Richard P. Zaretsky, Incorporator

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me this 18TH
day of April 1997, by Richard P. Zaretsky, who is personally known
to me.

OFFICIAL NOTARY SEAL
KATHY L. WILLIAMS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC566029
MY COMMISSION EXP JUNE 23, 2000



NOTARY PUBLIC

Commission No.: _____

My Commission Expires: