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1000 PONCE DE LEON BLVD. STE:112
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CORAL GABLES, FLORIDA 33134
(City, State, Zip)

(305)444-4994 (305)444-4977
(Phone#) (FAX#)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CITY DENTAL, INC. (Corporation Name) Document #
2. P97000037694 (Document #)
- 3.
- 4.

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TALLAHASSEE, FLORIDA

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****35.00 *****35.00

Amend + N.C.
G. COULLETTE APR 20 2000

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CITY DENTAL, INC.

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PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCORPORATION.

AMENDMENT ARTICLE I

THE NAME OF THIS CORPORATION CHANGES FROM CITY DENTAL, INC. TO:
L.V.S. INTERNATIONAL INVESTMENTS, INC.

AMENDMENT ARTICLE VI

THE NEW ADDRESS SHALL BE:

437 Santander Avenue, Suite #A
Coral Gables, Florida 33134

AMENDMENT ARTICLE VIII

THE OFFICERS OF THIS CORPORATION HAVE CHANGED FROM:

MANUEL J. CASANAS President/Secretary/
Director

TO THE NEW OFFICERS BEING ONLY:

FRANCISCO ALBERTO VAN-DER-REE President/Secretary
437 Santander Ave. #A Director
Coral Gables, FL 33134

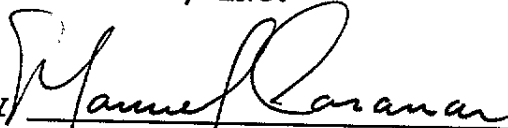
CARLOS MARIO SANCHEZ Vice President/Director
437 Santander Ave. #A
Coral Gables, FL 33134

MICHELE L. WERNER Treasurer/Director
13485 S.W. 88th Terr.
Miami, Florida 33186

THIS ARTICLE OF AMENDMENT WAS ADOPTED ON THE 29TH DAY OF
MARCH 19 00. THE CORPORATION HAS ONLY ONE GROUP OF VOTING STOCK.
THIS AMENDMENT WAS UNANIMOUSLY ADOPTED.

CITY DENTAL, INC.

BY



MANUEL CASANAS, Secretary