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February 8, 2000

Federal Express

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

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-02/09/00--01057--006
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation of
Amalfi Ristorante, Inc.

Articles of Amendment to Articles of Organization of
Amalfi Acquisition, L.C.

Gentlemen:

Enclosed are the following:

1. Two (2) copies of Articles of Amendment to the
Articles of Incorporation of Amalfi Ristorante, Inc., along with
our check in the amount of \$43.75.

2. Two (2) copies of Articles of Amendment to the
Articles of Organization of Amalfi Acquisition, L.C., along with
our check in the amount of \$155.00.

Please return certified copies of each of the Articles of
Amendment to the undersigned by U.S. Mail.

If there are any questions, please contact the undersigned.

Very truly yours,


Brent D. Klein

BDK/nv
Enclosure

WLC
Amend

FILED
00 FEB 14 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. PAYNE FEB 23 2000

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
AMALFI RISTORANTE, INC.**

FILED
00 FEB 14 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of AMALFI ACQUISITION, INC. (the "Corporation"), are hereby amended as follows:

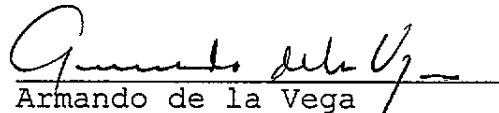
FIRST: The name of this Corporation is AMALFI RISTORANTE, INC.

SECOND: Article I of the Articles of Incorporation is hereby deleted in its entirety and the following inserted in lieu thereof:

"The name of the Corporation is TVM HOLDINGS, INC."

THIRD: - The foregoing amendment was unanimously adopted on February 2, 2000, by joint written consent of all the shareholders and all the directors of the Corporation.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this Articles of Amendment this 7 day of February, 2000.


Armando de la Vega
President