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

1. V.N.D. ENTERPRISE INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. COULLETTE FEB 04 2000

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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

V.N.D. ENTERPRISE INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation to take effect upon the adjournment of the meeting of the Board of Directors.

FIRST: Amendment(s) adopted:

Article V - INCORPORATORS

The board of Director(s) have accepted a new corporate officer as follows:

Sandra Palacio as President and Secretary

Pedro J. Palacios is deleted as President after tendering his resignation
Oscar Sanchez is deleted as Vice president after tendering his resignation.

SECOND: The amendment was adopted this February 1, 2000 by the board of directors without shareholder action and shareholder action was not required.

Signed this 1 day of FEBRUARY, 2000.

By SANDRA PALACIO
Sandra Palacio - President/Director

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations my position as registered agent.

Sandra Palacio
8227 SW 158 Ave
MIAMI, FL 33193

SANDRA PALACIO
(REGISTERED AGENT)
2/1/2000
(DATE)

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