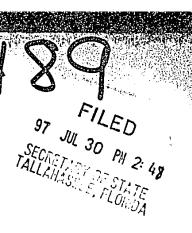
CAPITAL CONNECTION, INC. 7 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222



Villa Marketing, Im.

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	Name Reservation	_		
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	Certificate of Good Standing		1.7	
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	Corp Record Search			
	Officer Search			
	Fictitious Search			
	Fictitious Owner Search			
	Vehicle Search			
	Driving Record			
	UCC 1 or 3 File	-		
	UCC 11 Search			
	UCC 11 Retrieval	_		
	Courier			

ARTICLES OF AMENDMENT VILLA MARKETING, INC.



The Officers and Directors listed in the Appointment of Resident Agent Section shall be and are hereby amended to read as follows:

and are nereby afficiated to read as follows.	
Durilland	Officers Learner D. Paine
President	Leonard P. Reina
Vice-President	Lucien Trip
Treasurer	Lucien Trip
Secretary	Lucien Trip
The foregoing amendment was adop	ted by unanimous consent of the Stockholders and
Directors of the Corporation on this	day of <u>May</u> , 1997.
IN WITNESS WHEREOF, the unde	rsigned President and Secretary of this corporation
have executed these Articles of Amendment	
	VILLA MARKETING, IMC.
	By: Are Incl. Denr
	Leonard P. Reina
	President
STATE OF FLORIDA	
COUNTY OF COLLIER:	
•	ority, personally appeared Leonard P. Reina, known egoing Articles of Amendment and he acknowledged
before her executed such instrument for the	purposes therein stated.
IN WITNESS WHEREOF, I have he MAY , 1997.	ereunto set my hand and seal this day o
,	Sinda Ohli-
	Notary Public
	My commission expires:



CERTIFICATION BY CORPORATE PRESIDENT

I hereby certify that a Special Meeting of the Stockholders and Directors of Villa Marketing, Inc. was held on the 28th day of May, 1997 at 11:00am of that day and that at such meeting, all of the Stockholders and Directors were present and waived notice of such meeting.

Leonard P. Reina, President

WAIVER OF NOTICE OF SPECIAL MEETING OF

DIRECTORS AND STOCKHOLDERS OF

VILLA MARKETING, INC.

The undersigned, being all of the Directors and Stockholders of Villa Marketing, Inc., a corporation organized under the laws of the State of Florida, do hereby waive all the statutory requirements as to notice of the time, place and purpose of the special meeting of the Directors and Stockholders of said corporation, and the publication thereof, and consent that the meeting shall be held at the offices of the corporation, 300 Barlow Avenue, Coco Beach, Florida 33931 on May 28, 1997 at 11:00 a.m. of that day, and consent to the transaction of any and all business that may properly come before said meeting.

Leonard P. Reina

Deborah Shenkman

MINUTES OF A SPECIAL MEETING OF THE STOCKHOLDERS AND DIRECTORS OF VILLA MARKETING, INC.

A special meeting of the Stockholders and Directors of Villa Marketing, Inc. was held at the offices of the corporation, 300 Barlow Avenue, Cocoa Beach, Florida 33931, on the 28th day of May, 1997 at 11:00am.

Present at the meeting were the following persons:

Leonard P. Reina Deborah Shenkman

Leonard P. Reina presided as Chairman and acted as Secretary of the meeting. The Chairman call the meeting to order and stated that a quorum of the Stockholders and Directors was present and read a Waiver of Notice that the meeting signed all of the Stockholders and Directors of the corporation, which was ordered to be made a part of the Minutes of this meeting.

Whereas, the following issues were brought up for discussion, voted on and

RESOLVED AS FOLLOWS:

1. That the following be added as an Officer of Villa Marketing, Inc.:

Lucien Trip - Secretary

Lucien Trip - Treasurer

Date: May 28, 1

Leonard P. Reina, President

Deborah Shenkman