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RECORDATION FORM COVER SHEET - TR

06-12-2003



TO: Director, United States Patent and Trademark Office

102581459

PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENTS OR A COPY THEREOF.

1. Name and Status of CONVEYING PARTY (No additional conveying parties)

FSR Brokerage, Inc. (a California corporation) 11611 San Vicente Boulevard Los Angeles, California 90049

2. Name, Address, Status of RECEIVING PARTY

Vicente Holdings, Inc., (a California corporation) 11611 San Vicente Boulevard Los Angeles, California 90049

3. Nature of Conveyance (Assignment, Merger Name Change)

Certificate of Amendment of Articles of Incorporation of FSR Brokerage, Inc. California Secretary of State certifying it as a full, true and correct copy

(CHANGE OF NAME)

Execution Date: February 22, 2001 Filed Secretary of State: February 23, 2001

4. Serial Number(s) / Registration Number(s)

Registration Number 1,228,982 of March 1, 1983 for LOGO comprising two letter Fs one of which is inverted, and the other letter S in the center. Registration Number 1,228,983 of March 1, 1983 for FRED SANDS REALTORS together with said LOGO. Registration Number 1,317,469 of January 29, 1985 for BORDER LOGO comprising two joined letter Ls, one inverted.

5. Contact Information

Fred Flam P.O. Box 833 Bonsall, California 92003

6. Total Number of Properties: ---- THREE

7. Total Fee: -- \$90.00

8. If discrepancy, charge FRED FLAM 9

9. Statement and Signature: To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

FREĎ FLAM

Total number of pages including this cover sheet, attachments and document: --- 3 ---

✓ Dated: May 30, 2003

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REEL: 002752 FRAME: 0763

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CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF FSR BROKERAGE INC.

In the Office of the Secretary of State of the Sieta of California

FEB 2 3 2001

BILL JONES, Secretary of State

Fred C. Sands and Anne L. Carone hereby certify that:

- 1. They are the President and Secretary, respectively, of FSR Brokerage Inc., a California corporation (the "Corporation").
- 2. The Articles of Incorporation of the Corporation are amended on the date of the filing of this Certificate by amending Article I to read in its entirety as follows:

"The name of this Corporation is Vicente Holdings, Inc."

- 3. The above amendment set forth herein has been duly approved and adopted by the Board of Directors of the Corporation.
- 4. The above amendment set forth herein has been duly approved by the required vote of the shareholders of the Corporation in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the Corporation is One Hundred Sixteen (116). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of their own knowledge.

Dated:

February 22, 2001

By:____

Fred C. Sands

President

By:

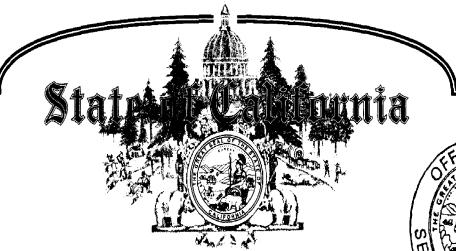
Anne L. Carone

Secretary

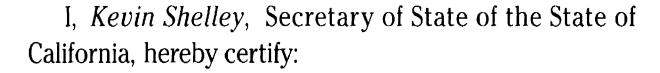
Sec/State Form CE-108 (rev. 1/03)

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SECRETARY OF STATE



That the attached transcript of ____ page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.



RECORDED: 06/09/2003

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY 2 7 2003

Klin Sully

Secretary of State

Sec/State Form CE-108 (rev. 1/03)