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6/23/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000011628 8))

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KAREN L DIDEA
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NAME: THE FLORIDA EASTER SEAL SOCIETY, INC.
AUDIT NUMBER.....H98000011628
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....1 DEL.METHOD.. FAX
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ATTORNEY: 424
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COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
June 23, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

KAREN L. DIDEA
Direct Dial: 407/418-6462

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98 JUN 23 AM 11:20

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 23 PM 12:11

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N/c Amend

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H98000011628

ARTICLES OF NAME CHANGE AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE FLORIDA EASTER SEAL SOCIETY, INC.

FILED
98 JUN 23 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1001 and 617.1006 of the Florida Not For Profit Corporation Act, Florida Statutes, the undersigned President and Secretary of The Florida Easter Seal Society, Inc. hereby adopt and submit for filing on behalf of the corporation Articles of Amendment to Articles of Incorporation, as follows:

1. The name of the corporation is THE FLORIDA EASTER SEAL SOCIETY, INC. (the "Corporation").

2. Articles of Incorporation and a Certificate of Domicile for Service of Process for The Florida Society for Crippled Children and Adults, Inc. were filed with the Florida Secretary of State on January 5, 1960, and assigned Charter Number 700308. A Certificate of Amendment of Charter to change the corporate name to The Easter Seal Society for Crippled Children and Adults of Florida, Inc. was filed with the Florida Secretary of State on March 3, 1970, and a Certificate of Amendment for Corporation Name Change to change the corporate name to its present name of The Florida Easter Seal Society, Inc. was filed with the Florida Secretary of State on December 29, 1980.

3. In accordance with the provisions of Article X of the Certificate of Amendment to Articles of Incorporation, a meeting of the Board of Directors of the Corporation was duly called and held on April 25, 1998, at which time greater than seventy-five percent (75%) of the members of the Board of Directors authorized the Articles of Incorporation be amended to change the corporate name of the Corporation to "Easter Seals Florida, Inc." As the Amended Bylaws of the Corporation provide that Members of the Corporation have no voting rights in matters relating to or affecting the Corporation, the number of votes cast by the Directors for the amendment was sufficient for approval.

4. Article I of the Certificate of Amendment to Articles of Incorporation is hereby amended to read as follows:

"ARTICLE I

The name of this corporation shall be Easter Seals Florida, Inc."

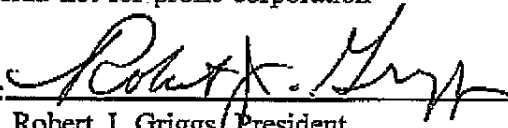
5. All other provisions of the Certificate of Amendment to Articles of Incorporation shall remain in full force and effect.

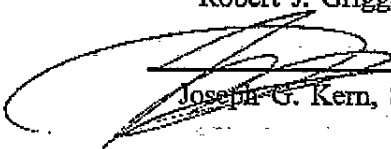
IN WITNESS WHEREOF, the duly authorized officers of the Corporation have executed these Articles of Amendment to Articles of Incorporation on behalf of the Corporation this 23rd day of June, 1998.

This document was prepared by:
Joseph G. Kern, Esquire

Florida Bar Number: 705527
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

THE FLORIDA EASTER SEAL SOCIETY, INC., a
Florida not-for-profit corporation

By: 
Robert J. Griggs, President


Joseph G. Kern, Secretary

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