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FLORIDA BAR # 0265985
FEIN 65-0673294
CERTIFIED MEDIATOR # 00503R

February 8, 2000 400003131854--2
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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment to the Articles of Incorporation of
Sarasota Day Nursery, Inc.

Gentlemen:

Enclosed for filing are the proposed Articles of Amendment to the Articles of Incorporation of
Sarasota Day Nursery, Inc.

Also enclosed is my check number 1222 in the amount of \$43.75 to cover the following:

1.	Filing fee	\$35.00
2.	Certified copy of Articles of Amendment	<u>8.75</u>
		\$43.75

Please file the original Articles of Amendment and forward a certified copy of the Articles to
me at 1605 Main Street, Suite 612, Sarasota, Florida 34236.

Sincerely yours,


Edwin L. Ford

cc: Philip D. Tavill as Executive Director, with enclosure
c:\elf\sarasota day nursery\children first\transmittal letter

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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change

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SARASOTA DAY NURSERY INC.

1. Pursuant to Chapter 617 of the Florida Statutes, SARASOTA DAY NURSERY INC., a Florida not for profit corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

2. Article I of the Articles of Incorporation is hereby revoked and replaced with the following:

Article I. The name of the corporation shall be CHILDREN FIRST, INC. and its principal place of business shall be in Sarasota, Sarasota County, Florida.

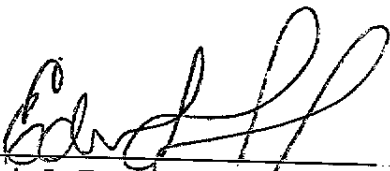
3. The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

4. The Amendment was adopted on the 27th day of January, 2000, by a vote of the members sufficient for approval in accordance with the corporation's Articles of Incorporation and Bylaws. Only one voting group was entitled to vote on the Amendment.

Dated this 27th day of January, 2000.

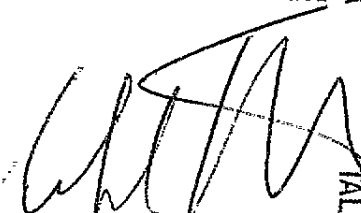
ATTEST:

SARASOTA DAY NURSERY INC.


Edwin L. Ford, Secretary

(CORPORATE SEAL)

By:


Dick Chandler, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 10 PM 2:28

FILED

STATE OF FLORIDA
COUNTY OF SARASOTA

This instrument was acknowledged before me this 27th day of January, 2000, by
Dick Chandler, President of Sarasota Day Nursery Inc., on behalf of the corporation, who is
personally known to me or has produced _____ as identification.



Sheri Koster
Notary Public
Sheri Koster
Print Name of Notary

My Commission Expires: 10/30/2002

STATE OF FLORIDA
COUNTY OF SARASOTA

This instrument was acknowledged before me this 8th day of February, 2000, by
Edwin L. Ford, Secretary of Sarasota Day Nursery Inc., on behalf of the corporation, who is
personally known to me or has produced _____ as identification.



Sheri Koster
Notary Public
Sheri Koster
Print Name of Notary

My Commission Expires: 10/30/2002

c:\elf\sdn\children first\articles of amendment