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BASIC AMENDMENT

EARLY LEARNING COALITION OF MIAMI-DADE/MONROE, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EARLY LEARNING COALITION OF MIAMI-DADE/MONROE, INC.
(A FLORIDA NOT-FOR-PROFIT CORPORATION)

Article I

Name of Corporation

The name of the corporation is Early Learning Coalition of Miami-Dade/Monroe, Inc.
(the "Corporation").

Article II

Article Third of the Articles of Incorporation of the Corporation is amended to read as follows:

THIRD: The Corporation is formed and shall be operated exclusively for the following charitable and educational purposes within the meaning of I.R.C. Sections 170(c)(2)(B) and 501(c)(3):

(A) To implement the Voluntary Prekindergarten Educational Program, Florida Statute Chapter 1002, Part V, and the provisions set forth in the School Readiness Act, Florida Statutes Section 411.01 et. seq., which was enacted by the Florida Legislature to create the Agency for Workforce Innovation, Office of Early Learning ("Office of Early Learning") to act as the lead agency in Florida responsible for the enhancement of school readiness for Florida children by partnering with new organizations set up in or for each county for the following purposes:

1) To prepare children from birth through five years of age so that they enter first grade ready and eager to learn;

2) To implement and oversee a comprehensive program of school readiness services than enhance the cognitive, emotional, social and physical development of children to achieve the performance standards and outcome measures specified by the Office of Early Learning;

3) To work with existing school readiness services providers to ensure that gaps in services are filled and that the best and most efficient services are made available to a local county's pre-natal through age five population;

4) To ensure that there is a community plan to address the school readiness needs of all pre-natal through age five children in a local county;

5) To accommodate the needs of children for extended-day and extended-year services, without compromising the quality of the program, by providing extended-day and extended-year services to meet the needs of parents who work outside the home;

6) To provide expanded access to community services and resources for families to help achieve economic self-sufficiency;

7) To ensure a single point of entry and a unified entry list for school readiness services in a local county;

8) To serve at least as many children as were served prior to creation of the Corporation, as long as neither funding nor eligible populations decrease.

(B) To make the general public of a local county aware of the urgency of adequately readying pre-natal through age five children for learning in school;

(C) To bring together the best thinking and analyses concerning school readiness needs and solutions in a local county;

(D) To cooperate with and learn from similar undertakings in other parts of the United States and elsewhere; and

(E) To engage in any and all lawful activities incidental to and in pursuit of the foregoing purposes, except as restricted herein.

Article III

Article Sixth of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and replaced with the following:

SIXTH: The street address of the Corporation's initial registered office shall be 2555 Ponce De Leon Boulevard, Suite 500, Coral Gables, Florida 33134. The name of the Corporation's initial registered agent at that address shall be Paula S. Bender.

Article IV

Article Fourteenth is hereby added to the Articles of Incorporation as follows:

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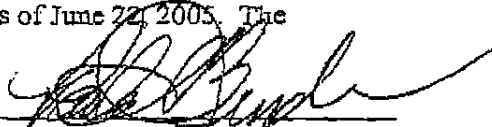
FOURTEENTH: These Articles of Incorporation are a part of the Corporation's school readiness plan and any amendment, repeal or alteration of these Articles of Incorporation constitute an amendment, repeal or alteration of the Corporation's school readiness plan.

Article V

Date of Adoption of Amendments

The amendments to the Articles of Incorporation of the Corporation described above was adopted by the Board of Directors of the Corporation effective as of June 22, 2005. The Corporation does not have any members.

Dated: June 22, 2005

By: 

Name: Paula S. Bender

Title: President & CEO

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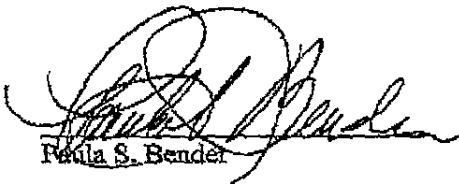
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the corporation is Early Learning Coalition of Miami-Dade/Monroe, Inc.
2. The name and street address of the registered agent and office is:

Paula S. Bender
2555 Ponce De Leon Boulevard
Suite 500
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above 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 of my position as registered agent as provided in Chapter 617, F.S.


Paula S. Bender

June 24, 2005