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November 17, 1998

714517

Secretary of State
Divisions of Corporations
P.O. Box 6327
State of Florida
Tallahassee, FL 32304

Re: SAINT PAUL'S SCHOOL, INC.

100002760281--1

-02/01/98--01101--013

*****87.50 *****43.75

Gentlemen:

Enclosed for filing is duplicate Articles of Amendment to Articles of Incorporation of Saint Paul's School, Inc. Please return a certified copy of the Articles of Amendment to me at the above-referenced address. Also enclosed is my firm's check in the amount of \$87.50 for the filing fee and certified coy.

Thank you for your assistance on this matter.

NC Amend
2-4-99
TKM

Yours very truly,

Timothy K. Mariani

Timothy K. Mariani

TKM/dab
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB - 1 AM 10: 02

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SAINT PAUL'S SCHOOL, INC.

FILED
99 FEB -1 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

ARTICLE I: The name of the corporation is: ST. PAUL'S SCHOOL, INC.

ARTICLE II: Article V of this corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE V

The business of the corporation shall be conducted by the Board of Trustees. The Board shall consist of Trustees who are appointed set forth below and Trustees that are elected as set forth in the Bylaws of the Corporation. The Board of Trustees shall not be less than fifteen (15) nor more than nineteen (19) in number. The PTA President, PTA President-Elect and Deanery Representative will be automatically appointed to one (1) year terms on the Board. The Deanery Representative shall be appointed to serve on the Board of Trustees by the Clearwater Deanery. All elected and appointed Trustees shall be full voting members. Board members shall be restricted to seven (7) consecutive years on the Board with no restriction for the total number of years of service. The offices of the corporation shall be governed by the Bylaws of the Corporation."

ARTICLE III: The Amendment has been adopted by unanimous vote of the Board of Trustees on March 29, 1996.

There are no members entitled to vote on the amendment.

The Amendment shall become effective upon filing with the Florida Secretary of State.

The undersigned has executed and signed these Articles of Amendment on behalf of the Corporation this 5th day of July, 1996.

Timothy K. Mariani
TIMOTHY K. MARIANI, as Chairman
on behalf of the Board of Trustees

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5th day of July, 1996, by TIMOTHY K. MARIANI who is the Chairman of the Board of Trustees of SAINT PAUL'S SCHOOL, INC., a Florida corporation. He is personally known to me and did not take an oath.

Debra A. Borgh
Name:
Notary Public
My Commission Expires:
Commission No:

C:\debbie\arts.ame



NOTARY PUBLIC
STATE OF FLORIDA
CC #294709
DEBRA A. BORGH
MY COMMISSION EXPIRES JAN 30, 1997