

1453152

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**BASIC AMENDMENT  
LEADER ENTERPRISES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 15, 2000

LEADER ENTERPRISES, INC.  
C/O RICHARD E. NEAL  
390 NORTH ORANGE AVENUE SUITE 2600  
ORLANDO, FL 32801

SUBJECT: LEADER ENTERPRISES, INC.  
REF: E53152

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Darlene Connell  
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
LEADER ENTERPRISES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**LEADER ENTERPRISES, INC.**, a Florida corporation (the "Corporation") by and through its undersigned President and Secretary, files these Articles of Amendment to the Articles of Incorporation of the Corporation.

1. Article I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

**ARTICLE I.  
NAME**

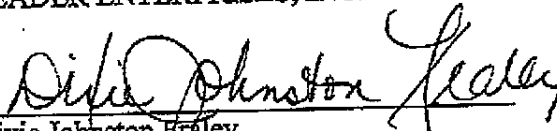
The name of the corporation is LEADER HOLDINGS-ORLANDO, INC.

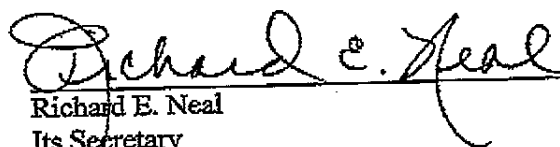
2. Except as amended hereby, the Articles of Incorporation of the corporation shall be and remain in full force and effect.

3. The foregoing amendment was adopted by the sole shareholder and all of the directors of the corporation by written consent in lieu of meeting effective March 14, 2000.

**IN WITNESS WHEREOF**, the undersigned president and secretary of the corporation have executed these Articles of Amendment on March 14, 2000.

**LEADER ENTERPRISES, INC.**

  
Dixie Johnston Healey  
Its President

  
Richard E. Neal  
Its Secretary

This instrument was prepared by:  
James F. Heekin, Jr.  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
Post Office Box 2809  
Orlando, Florida 32802-2809  
Fla. Bar No.: 0302694

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**WRITTEN CONSENT OF THE SOLE SHAREHOLDER  
OF  
LEADER ENTERPRISES, INC.  
IN LIEU OF SPECIAL MEETING**

The undersigned, being the sole shareholder of LEADER ENTERPRISES, INC., a Florida corporation (the "Company"), hereby takes the following action by written consent in lieu of special meeting, pursuant to the provisions of Sections 607.0704, and 607.1003, Florida Statutes:

RESOLVED, that the name of the corporation be changed to that of:

LEADER HOLDINGS-ORLANDO, INC.

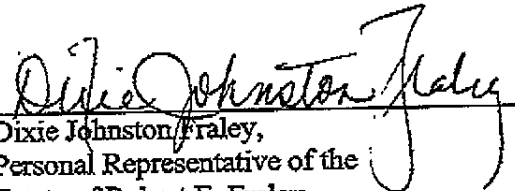
and further,

RESOLVED, that the President and Secretary are hereby authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have that instrument filed in the office of the Secretary of State in Tallahassee, Florida; and further,

RESOLVED, that the Secretary is hereby authorized to execute a Certificate of Amendment to the Bylaws of this corporation evidencing the change of the corporate name as authorized hereby and to affix that certificate to the Bylaws of this corporation; and further

RESOLVED, that the President and Secretary are hereby authorized and directed to execute any further documents, pay the necessary fees and costs and do any and all things that may be necessary to effectuate the foregoing resolutions.

Date: March 14, 2000.

  
Dixie Johnston Fraley,  
Personal Representative of the  
Estate of Robert E. Fraley,  
Sole Shareholder