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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SUNLIGHT CHILD CARE INC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLETTE FEB 29 2000

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Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SUNLIGHT CHILD CARE INC

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE VIII - BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not less than (1) one Director

ARTICLE IX - MEMBERS OF THE BOARD OF DIRECTORS

The name and post office addresses of the members of the Board of Directors are:

NAME	ADDRESS	% SHARES
BARBARA ROMERO	15610 SW 63 TR MIAMI, FL 33193	100

ARTICLE X - OFFICERS

The name and address of the corporate officers are

BARBARA ROMERO	PRESIDENT, SECRETARY. DIRECTOR
15610 SW 63 TR	
MIAMI, FL 33193	


ARTICLE XII - REGISTERED AGENT

The name and address of the registered agent is:

BARBARA ROMERO
15610 SW 63 TR
MIAMI, FL 33193

SECOND: This amendment is adopted on February 18th, 2000.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.




BARBARA ROMERO
PRESIDENT, SECRETARY
DIRECTOR

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT
SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS
CAPACITY.

Date: February 18th, 2000



BARBARA ROMERO
15610 W 63 TR
MIAMI, FL 33193