

K75538
ARNSTEIN & LEHR

515 NORTH FLAGLER DRIVE - SUITE 600
WEST PALM BEACH, FLORIDA 33401-4323
(561) 833-9800

FAX (561) 655-5551
FOUNDED 1893

Brian J. Cooke

BOCA RATON, FLORIDA
CHICAGO, ILLINOIS
HOFFMAN ESTATES, ILLINOIS
MILWAUKEE, WISCONSIN

February 3, 1999

Division of Corporations
Florida Department of State
407 East Gaines Street
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 FEB -5 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Amendment to Articles of Incorporation of Kidstop Early Learning Centers, Inc.

Ladies and Gentlemen:

Please find enclosed an original and one (1) copy of Amendment to Articles of Incorporation of Kidstop Early Learning Centers, Inc. Also please find enclosed check in the sum of \$35.00.

Thanking you for your courtesy and attention, I am

Very truly yours,

Brenda Fenton

Brenda Fenton

/bf
Enclosures
64308_1

700002766107--6
-02/05/99--01083--013
*****35.00 *****35.00

N.C.
2-10-99
CC

AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KIDSTOP EARLY LEARNING CENTERS, INC.

FILED
99 FEB -5 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation's Act, the undersigned Corporation adopts the following Articles of Amendment to the Articles of Incorporation.

1. Article I is hereby amended to read as follows: The name of the Corporation shall be KELC, INC.

2. The Amendment to the Articles of Incorporation were adopted on March 27, 1989.

3. The Amendment was approved by unanimous consent of all of the Shareholders. The number of votes cast for approval were sufficient.

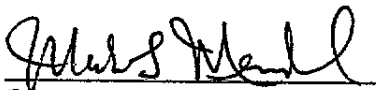
In all other respects, the Articles of Incorporation shall remain as they were prior to this Amended being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 25th day of January, 1999.


ATTEST:

KIDSTOP EARLY LEARNING CENTERS,
INC.

By:


Secretary

By:


Joan Mendel, President

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 1st day of February, 1998 by JOAN MENDEL, President of KIDSTOP EARLY LEARNING CENTERS, INC., who is:

X personally known to me, OR

_____ has produced _____ as identification.



Notary Name: Judith Elder
NOTARY PUBLIC
My Commission Expires: 6/22/02