L05000097062

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SECRETARY OF STATE
TALLAMASSCE, FLORIDA

October 6, 2005

Via Federal Express
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Apollo Preschool Academy of Palm Bay, LLC

To Whom It May Concern:

I am submitting the enclosed Articles of Amendment for filing for the above-referenced limited liability company, along with a check in the amount of \$30.00 payable to Florida Department of State for the filing fee, and a Certified Copy to return to the following:

James F. Caplan, Esquire Ward, Damon & Posner, P.A. 4420 Beacon Circle, Suite 100 West Palm Beach, FL 33407

Thank you for your attention to and cooperation in this matter. For any further information, please contact James F. Caplan at 561-842-3000.

Timothy Gadson, II

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

FILED

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APOLLO PRESCHOOL ACADEMY OF PALM BAY, LLC TO THE TOTAL TOTAL APOLLO PRESCHOOL ACADEMY OF PALM BAY, LLC

FIRST: The Articles of Organization were filed on September 30, 2005 and assigned document number L05000097062.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

<u>ARTICLE IV - MANAGEMENT</u>

The sole managing member of the company will be: Timothy Gadson, III, with an address at 6474 Willoughby Circle, Lake Worth, Florida 33463.

DATED this ____ day of October, 2005.

Timethy Gadson / Managing Member