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THE LOVE OF LEARNING, INC.

403 First Avenue Southwest, Largo, FL 33770 phone: 727-581-9550 fax: 727-581-9590 e-mail: loladmin@tampabay.rr.com

November 1, 2002

Florida Dept. of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed please find an amendment to our Articles of Incorporation, together with a check for \$43.85 to cover the filing fee and a certified copy.

Thank you for your cooperation.

Sincerely,

Ronald F. Lipton, Ph.D.

Principal

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION Of THE LOVE OF LEARNING, INC.

Pursuant to the provision of Section 617,1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles on amendment to its articles of incorporation

FIRST: Amendments adopted (indicate article number(s) being amended, added, or deleted)

ARTICLE ONE: NAME is changed to read: "The name of this corporation is "The Love of Learning Preparatory School, Inc.

ARTICLE FOUR: DIRECTORS is changed to read:

- 1. There shall be between four and nine directors.
- 2. Directors shall be chosen by majority vote of the Board of Directors.
- 3. Board terms shall be for three years, initially in classes of one, two, and three years.
- 4. The Principal and Dean of the school shall serve as ex-officio members of the Board of Directors. without vote.

The names and addresses of Board members, as of October 8, 2002 are as follows:

Terence Coffey, President/Chairman 10498 Valencia Road

Seminole, FL 33772

Robert Glenn, Director 13749 Oak Forest Blvd. N. Seminole, FL 33746

Stacy Salmon, Director 14911 Hidden Oaks Circle Clearwater, FL 33764

Patricia Merker, Director 625 Fayette Dr. Safety Harbor, FL 34695 Diane Leikam. Secretary/Treasurer

418 5th Ave, S.W. Largo, FL 33770

Roy E. Oldham, Director 1201 Cara Drive Largo, FL 33771

James Gregg, Director 9615 104th Ave. Largo, FL 33773

SECOND: Date of Adoption of the Amendments was October 2, 2002

THIRD: The Amendments were adopted by the Directors and the number of votes cast for the amendments was sufficient for approval. There are no members.

Typed Name

Title: President/Chairman Date: October 2, 2002