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PROGRESSIVE EARLY CHILDHOOD DEVELOPMENT CENTER, INC. 149 MANLEY ROAD/P.O. BOX 913, WAUCHULA, FL. 33873 PHONE: (863) 773-5814

July 14, 2003

To: Florida State Department Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

To whom it May Concern:

A meeting was held with the Directors, of the above corporation, on July 6 2003. It was unanimously agreed, to amend our Articles of Incorporation to include the information as stated on the attached document.

We have included the filing fee 0f \$ 35.00 plus \$ 8.75 for a returned certified copy of the amendment. If you have any questions regarding this request, please contact our Administrator/Secretary, Lillie Murphy at (863) 453-2718.

Thank you for your assistance in this matter.

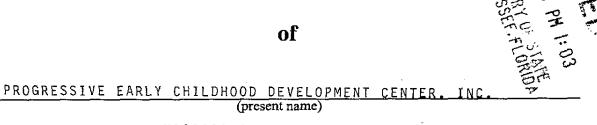
Luther Calvin Whiters, JR

Registered Agent for the Corporation

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION



N02000001117
(Document Number of Corporation (If known)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

SECOND: The date of adoption of the amendment(s) was: July 6, 2003

THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Signature - see next page

Signature of Chairman, Vice Chairman, President or other officer

Typed or printed name

Date

Title

PROGRESSIVE EARLY CHILDHOOD DEVELOPMENT CENTER, INC. 149 MANLEY ROAD (P.O. BOX 913), WAUCHULA, FL. 33873 PHONE-(863) 773-5814

THE DOCUMENT NUMBER OF THIS CORPORATION IS NO2000001117

THIS IS AN ADDENDUM TO THE ARTICLES OF INCORPORATION:

Notwithstanding Any Other Provision Of These Articles, The Corporation shall not carry on any other activities not Permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the internal revenue code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the internal revenue code, or the corresponding section of any future federal tax cod-

No part of the net earnings of the corporation shall inure to the benefit of, or to be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in article 617.0505 of chapter 617 of the Florida statute. no substantial part of the activities of the corporation shall be carry; on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any politic campaign on behalf of or in opposition to any candidate for public office.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the internal revenue code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Vely 14, 2003

Luther C. Whiters, 38

Registered Agent for the

Above named Corporation

TREASURER/DIRECTOR