NO8742

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

300002387383--6 -12/31/37--01041-019 *****87.50 *****87.50

SUBJECT: Amended Articles of Incorporation - Eckerd Family Youth
Alternatives

Enclosed is an original and one (1) copy of the Articles if Amendment to Articles of Incorporation for Eckerd Family Youth Alternatives and a check for:

\$70.00 \$78.75 X \$87.50 \$131.25

Filing Fee & Certificate & Filing Fee & Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM:

Mark W. Brandt, Frazer Hubbard Brandt & Trask

Name (Printed or Typed)

595 Main Street

Address

Dunedin, FL 34698

City, State & Zip

B13 733-0494

Daytime Telephone Number

NOTE: Please provide the original and one copy of the articles

N/C Amend

De 1/12

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



Inc.

ECKERD FAMILY YOUTH ALTERNATIVES, INC.

Pursuant to the provisions of section 617.101, Florida
Statutes, and Article VIII of the Articles of Incorporation of
Eckerd Family Youth Alternatives, Inc. (the "Corporation"), the
undersigned corporation adopts the following articles of
amendment to its articles of incorporation:

First: That Article I of the Articles of Incorporation is hereby amended in its entirety to state:

ARTICLE I

NAME

The name of the Corporation shall be Eckerd Youth Alternatives, Inc.

Second: The date of adoption of this amendment was November 11, 1997.

Third: The amendment was adopted on November 11, 1997 by the unanimous vote of the Corporation Board of Directors, who are the sole individuals who are entitled to vote on the Amendment, pursuant to Article VIII of the Articles of Incorporation of the Eckerd Family Youth Alternatives, Inc.

| Dated: 12/23/97 | Eckerd Youth Alternatives, |
|------------------------------|-----------------------------|
| Charles C. Luthin, Secretary | By: Gary M Mears, President |

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this

3 day of December, 1997, by Gary H. Mears, who () is
personally known to me or who has produced () a driver's license
or _____ as identification, and Charles C.
Luthin, who () is personally known to me or who has produced () a driver's license or _____ as identification.

Notary Public

August 20, 1986 Ednoed then troy fair resurance, RC.

My Commission Expires: 8-20-99

RESOLUTION

The following Resolution was approved at our Executive Committee meeting of the Board of Directors of Eckerd Family Youth Alternatives, Inc. on November 11, 1997.

WHEREAS, the Board adopted the name Eckerd Family Youth Alternatives, Inc. effective April 16, 1985 as evidenced by the Articles of Incorporation;

WHEREAS, the Board approved on June 11, 1997 for the Company to initiate an image enhancement campaign for the purposes of expanding the revenue potential of the Company;

WHEREAS, the Company now desires to change the corporate name to attract potential new revenue sources;

NOW, THEREFORE, BE IT RESOLVED, that the Company shall change its name from Eckerd Family Youth Alternatives, to Eckerd Youth Alternatives, Inc. effective January 1, 1998.

FURTHER RESOLVED, that the proper officers of the Company be, and each of them is hereby authorized and empowered to take such other action as may be deemed as necessary or appropriate to carry out the intent of the foregoing resolution.

Gary H. Mears, President