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OCEAN REEF CLUB

May 29, 1997

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

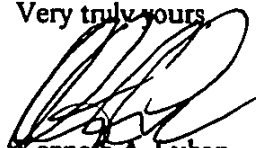
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Gentlemen:

On behalf of The Schoolhouse at Ocean Reef, Inc., I enclose an executed copy of the Articles of Amendment to the Articles of Incorporation of The Schoolhouse at Ocean Reef, Inc. to change its name to The Academy at Ocean Reef, Inc. Also, enclosed is our check in the amount of \$87.50 for filing fees.

Please return a certified copy of the Articles of Amendment to the undersigned.

Very truly yours



Kenneth A. Luban
Vice President and General Counsel

FILED
97 JUN -4 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KAL/dh

Enclosures

*Mr. Luban authorized
to add date of adoption
RHS*

Name Change

kallds.057

**ARTICLE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE SCHOOLHOUSE AT OCEAN REEF, INC.**

FILED
97 JUN -4 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned not-for-profit Florida corporation for the purpose of amending its Articles of Incorporation and pursuant to the provisions of the Florida General Corporation Act, hereby executes the following Articles of Amendment:

- FIRST:** The name of the corporation is The Schoolhouse at Ocean Reef, Inc.
- SECOND:** The following amendment was adopted in accordance with the provisions of the Florida General Corporation Act, as amended by the Board of Directors and all of the members of the corporation on May 21, 1997:

RESOLVED, that the Articles of Incorporation of the Corporation be amended by striking out the whole of Article I therefore as it now exists and inserting in lieu thereof a new Article I to read in its entirety as follows:

ARTICLE I

Name

The name of the corporation is The Academy at Ocean Reef, Inc. (hereinafter called the "Corporation").

- THIRD:** The foregoing amendment to the Articles of Incorporation of the Corporation shall become effective upon their being filed with the Department of State of Florida.

THE SCHOOLHOUSE AT OCEAN REEF, INC.

By: Kathryn Stover
Kathryn Stover

ATTEST:

Janet Dicke
Janet Dicke, Secretary

Dated: May 21, 1997