LAW OFFICES COLODNY, FASS & TALENFELD, P.A. 2000 West Commercial Boulevard Se College Col Suite 232 Fort Lauderdale, Florida 33309 Michael Colodny Joel S. Fass Broward: (954) 492-4010 Howard M. Talenfeld Dade: (305) 893-2224 Facsimile: (954) 492-1144 Maria Elena Abate Wendy Beck Stuart B. Yanofsky February 2, 1998 9000024209 -02/04/98--01036--002 *****35.00 *****35.00 SECRETARY OF STATE STATE OF FLORIDA DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE FL 32314 WALDEN COMMUNITY SCHOOL, INC. Amendment to Articles of Incorporation Dear Sir or Madam: Enclosed please find original Articles of Amendment to the Articles of Incorporation of Walden Community School, Inc., for filing. Also enclosed is check No. 005595 from Walden Community School, Inc., payable to the Secretary of State in the amount of \$35.00 in payment of the filing fee. Please date stamp the enclosed copy of the Articles of Amendment and return to our office in the self-addressed, stamped envelope provided. Thank you for your attention to this matter. Very truly yours, & TALENFELD, P.A. Enclosures: Original Articles Amendment FEB 1 7 1998 Check for \$35.00 Copy of Articles of Amendment Return Envelope cc: _ Harry Henshaw, Ed.D.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 5, 1998

MICHAEL COLODNY 20000 W. COMMERCIAL BLVD. SUITE 232 ______ FT. LAUDERDALE, FL 33309

SUBJECT: WALDEN COMMUNITY SCHOOL, INC.

Ref. Number: N44250

We have received your document for WALDEN COMMUNITY SCHOOL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are <u>NO MEMBERS ENTITLED TO VOTE</u> on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 098A00006668

Rec'd 2/11

LAW OFFICES

COLODNY, FASS & TALENFELD, P.A.

2000 West Commercial Boulevard Suite 232

Michael Colodny Joel S. Fass Howard M. Talenfeld

Maria Elena Abate Wendy Beck Stuart B. Yanofsky Fort Lauderdale, Florida 33309

Broward: (954) 492-4010

Dade: (305) 893-2224 Facsimile: (954) 492-1144

February 9, 1998

Attn.: Velma Shepard Corporate Specialist Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Walden Community School, Inc. Your Ref. Number: N44250

Dear Ms. Shepard:

Enclosed is a copy of your correspondence dated February 5, 1998, as well as the corrected Articles of Amendment to the Articles of Incorporation of Walden Community School, Inc. The correction appears on page 1, at the end of paragraph SECOND, which states, "(there are no members of the Corporation)".

Please proceed to file the enclosed Articles of Amendment and return a date-stamped copy to our office in the self-addressed, stamped envelope provided.

Thank you for your kind attention to this matter.

The second s

Very truly yours,

COLODNY, FASS & TALENFELD, P.A.

Michael Colodny

MC:cm

Enclosures: | Enclosures | Encl

cc: Harry Henshaw, Ed.D.

98 FEB 11 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF WALDEN COMMUNITY SCHOOL, INC.

Pursuant to the provisions of the Florida Not for Profit
Corporation Act (1993), the undersigned Corporation adopts the
following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is WALDEN COMMUNITY SCHOOL, INC.

SECOND: That on the 8th day of January, 1998, the Board of Directors of the Corporation met in a special meeting at the offices of WALDEN COMMUNITY SCHOOL, INC., 657 Minola Drive, Miami Springs, FL 33166 at 4:00 P.M., and waived notice thereof, and unanimously adopted the following amendments to the Articles of Incorporation in the manner prescribed by the Florida Not for Profit Corporation Act (there are no members of the Corporation):

The Articles of Incorporation of the Corporation are hereby amended by adding the following paragraphs after Article III (c):

- (d) To merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit;
- (e) To engage in and to provide staff development training to other agencies.
- (f) To provide individual, family and group psychotherapy services.
- (g) To provide parent training.
- (h) To conduct research relative to the development of alternative treatment modalities for severely emotionally disturbed adolescents and adults.

- (i) To develop alternative treatment modalities for severely emotionally disturbed adolescents and adults.
- (j) To provide clinical supervision to individuals and agencies involved in the delivery of mental health services.
- (k) To provide consultation to individuals and agencies involved in the delivery of mental health services.
- (1) To do any other acts permissible by law.

THIRD: That the Articles of Incorporation shall be amended and the Amendment incorporated therein when the Amendment has been filed with the Department of State, approved by it, and all fees and filing taxes have been paid.

FOURTH: That in all other respects, the Articles of Incorporation shall remain in effect as originally filed.

DATED this 30th day of January 1998.

WALDEN COMMUNITY SCHOOL, INC.

By: # Au # Linham & By: HARRY HENSHAW, Ed.D.

EXECUTIVE DIRECTOR

STATE OF FLORIDA

COUNTY OF DADE

\$\$ **:**

BE IT REMEMBERED, that on this 30 day of walley, 1998, HARRY HENSHAW, Ed.D., as Executive Director of WALDEN COMMUNITY SCHOOL, INC., a Not for Profit Corporation of the State of Florida, personally appeared before me, a Notary Public in and for the County and State aforesaid, and he duly executed the foregoing Amendment to Articles of Incorporation before me and acknowledged the said Amendment to the Articles of Incorporation to be his act and deed and the act and deed of said Corporation,

TOTAL P.04

and that the facts stated therein are true; that Affiant: (check one) ____ is personally known to me [or] ____ produced the following identification: _____.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

YVONNE CORTES

My Commission Expires:

Notary Public, State of Florida My comm. expires Sept. 12, 2000 Comm. No. OC 584565