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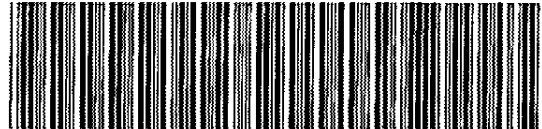
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G. O'Connell JAN 26 2004

RAHDERT, STEELE, BRYAN, BOLE & REYNOLDS, P.A.

ATTORNEYS AT LAW

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OF COUNSEL:
JOHN W. DAY

January 8, 2004

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

Re: Phoenix Enterprise Group, Inc. Name Change

Dear Sir/Madam:

Enclosed please find an Amendment to the Articles of Incorporation for the above-referenced corporation. Please file and return a file-stamped copy to this office. Enclosed is our check in the amount of \$35.00 for your fee.

Thank you for your attention to this matter.

Sincerely,



George K. Rahdert

:mjf
Encl.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 14, 2004

RAHDERT, STEELE, BRYAN, ET AL
GEORGE K. RAHDERT
535 CENTRAL AVE.
ST. PETERSBURG, FL 33701-3703

SUBJECT: PHOENIX ENTERPRISE GROUP, INC.
Ref. Number: N94000002306

We have received your document for PHOENIX ENTERPRISE GROUP, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 804A00002659

CORRECTED FORM ATTACHED. THANK YOU.

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04 JAN 26 AM 8:09
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PHOENIX ENTERPRISE GROUP, INC.**

Pursuant to Section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted: Article I of the Articles of Incorporation is hereby amended to read in its entirety as follows:


ARTICLE I - NAME

The name of the Corporation shall be **RED DOOR READING CENTER, INC.**

SECOND: The date of adoption of the amendment was January 7, 2004.

THIRD: The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment this 16th day of January, 2004.



Lionel V. Roberts, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA