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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend nc

DEC 22 1997

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
PERSONAL DEVELOPMENT, INC.

FILED
97 DEC 17 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.):

Article I, amended: It is resolved by majority/unanimous vote to change the name of the corporation to "A School for Personal Enrichment, Inc.," and the company may also advertise the name as "a school for personal-enrichment, inc."

Article VI, amended: It is resolved by majority/unanimous vote to raise the total number of seats on the Board to five, from three. This has been recorded in the bylaws of the corporation. Future increases in the number of seats may be decided at any meeting of the Board by a simple majority vote, but the total number of available seats shall always remain an odd number.

Director's Resignation Accepted: It is resolved by majority/unanimous vote to accept the resignation of initial Board member Mr. Scott Porter, whose written resignation was received prior to the Board Meeting.

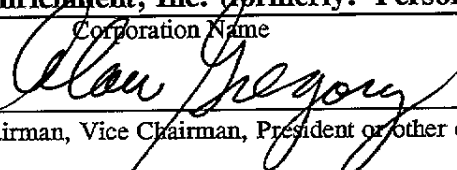
Director Added: It is resolved by majority/unanimous vote to elect to the Board, Karl Pribram, M.D., Ph.D., Professor at the University of Virginia.

SECOND: The date of adoption of the Amendments were October 2, 1997.

THIRD: Adoption of Amendments: There are no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.

(now:) A School for Personal Enrichment, Inc. (formerly: Personal Development, Inc.)

Corporation Name


Signature of Chairman, Vice Chairman, President or other officer

ALAN GREGORY

Typed or printed name

PRESIDENT

Title

12/15/97

Date