

N98000002921

January 10, 2001

Ms. Katherine Harris, Secretary of State
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

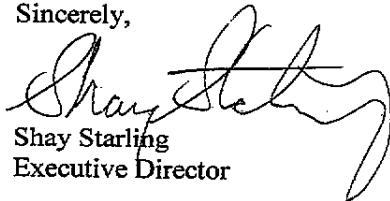
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Dear Ms. Harris:

We recently discovered that our Articles of Incorporation name was incorrect and this amendment reflects our name change from Foundation for Rural Educational Excellence, Inc., to Foundation for Rural Education Excellence, Inc. This is the same name that we are presently using on our By Laws, State Tax Exemption and our Federal IRS Reporting.

We appreciate your making this amendment change for our Foundation.

Sincerely,


Shay Starling
Executive Director

SS:am

Enc.

Name Change
LFS
2-2-2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB -2 PM 3:27

3841 Reid Street* Palatka, Florida 32177 * (904) 329-3800
Baker, Bradford, Columbia, Dixie, Flagler, Gilchrist, Lafayette, Levy, Nassau, Putnam and Union Counties as well as
P.K. Yonge Developmental Research School



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 18, 2001

Shay Starling
% FOUNDATION FOR RURAL EDUCATIONAL
3841 Reid Street
Palatka, FL 32177

SUBJECT: FOUNDATION FOR RURAL EDUCATIONAL EXCELLENCE, INC.
Ref. Number: N98000002921

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 001A00002591



January 25, 2001

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
Attention: Louise Flemming-Jackson
Corporate Specialist Supervisor

Dear Ms. Jackson:

In reference to Letter Number: 001A00002591, please find the following corrected documentation enclosed: AMENDMENT TO THE ARTICLES OF INCORPORATION OF FOUNDATION FOR RURAL EDUCATIONAL EXCELLENCE, INC., as well as a check in the amount of \$43.75 for the filing fee and certified copies of said documents.

Thank you for your attention to this matter. If you have any questions, please call (904) 329-3800.

Sincerely,

Shay Starling
Executive Director,
Foundation for Rural Educational Excellence

**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
FOUNDATION FOR RURAL EDUCATIONAL EXCELLENCE, INC.**

Pursuant to the provisions of Florida Statutes 617.1006, and Article IX of the Foundation By-laws, this corporation adopts the following articles of amendment to its by-laws:

FIRST: Article I of the Articles of Incorporation shall be amended as follows:

ARTICLE I: NAME

Originally, the Articles of Incorporation were filed with the Corporate name being Foundation for Rural Educational Excellence, Inc.

- (1) The name of the corporation is: Foundation for Rural Education Excellence, Inc., and it may hereafter be referred to as "FREE".
- (2) Throughout the original Articles of Incorporation filed with the Florida Department of State on May 18, 1998, the name should be changed.

SECOND: The amendment's adoption shall be effective as of the date of execution hereof.

THIRD: The amendment was unanimously approved by the incorporator and the Board of Directors. There are no members to vote on said amendment.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

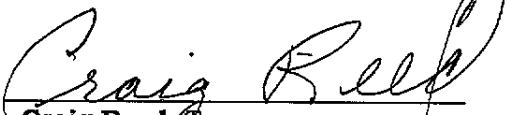
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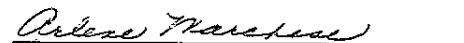
IN WITNESS WHEREOF, THE UNDERSIGNED HAVE EXECUTED THIS
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION THIS
____ DAY OF JANUARY, 2001

Foundation for Rural Education Excellence Board of Directors


Shay Starling, Executive Director


Richard Westbury, President


Craig Reed, Treasurer


Arlene Marchese, Secretary

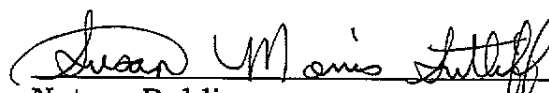
**STATE OF FLORIDA
COUNTY OF PUTNAM**

Before me, the undersigned authority, personally appeared Shay Starling, Executive Director; Richard Westbury, President; Craig Reed, Treasurer; and Arlene Marchese, Secretary of Foundation for Rural Education Excellence, Inc., to me personally known to be the persons who executed the foregoing Articles of Amendment to Articles of Incorporation, and who acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
30th day of January, 2001



Susan Morris Sutliff
MY COMMISSION # CC838499 EXPIRES
May 18, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public