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FILE NO: 56277.3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -7 PM 4:02

August 3, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: South Florida Private Schools, Inc.

600003347596--7
-08/07/00--01104--010
*****43.75 *****43.75

Dear Sir or Madam:

We are enclosing for filing with your office Articles of Amendment to Articles of Incorporation of South Florida Private Schools, Inc.

Also enclosed is our check in the sum of \$43.75 in payment of the filing and certified copy fees.

If you have any questions regarding this matter, please do not hesitate to call.

Very truly yours,


Olga L. Duque
Certified Legal Assistant

Enc.

cc: Abigail C. Watts-FitzGerald, Esq.

Doc #: 21841; V. 1

N/C

V. SHEPARD AUG 18 2000

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA PRIVATE SCHOOLS, INC..**

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I.

The name of the corporation is South Florida Private Schools, Inc. (the "Corporation").

II.

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

"ARTICLE I - NAME

The name of the Corporation is Gulliver Schools, Inc. (hereinafter called the "Corporation")."

III.

There are no members of the Corporation. This Amendment to the Articles of Incorporation was duly adopted pursuant to Section 617.1002 of the Florida Not For Profit Corporation Act by the Board of Trustees of the Corporation at a meeting held on July 25, 2000.

Except as amended hereby, all of the other provisions of the Articles of Incorporation of the Corporation remain in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 25th day of July, 2000.

SOUTH FLORIDA PRIVATE SCHOOLS, INC.

By: _____

Jeffrey S. Bartel
President