

P03000067721

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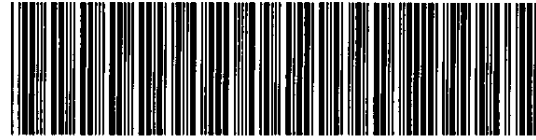
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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LAW OFFICES OF  
**DELIMA GOLDMAN & GOLDMAN**

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December 5, 2006

**VIA FEDERAL EXPRESS**

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

Re: Creative Child Learning Center, Inc. V  
Document No. P03000067721

Dear Sirs:

Enclosed are the following:

1. Original and a copy of the Articles of Amendment to the Articles of Incorporation of Creative Child Learning Center, Inc. V.

2. My \$87.50 office check for the filing of the Articles of Amendment and for a certified copy of same.

Upon your receipt and filing of the Articles of Amendment, please send me a certified copy.

Thank you very much for your assistance.

Sincerely yours,



Bruce J. Goldman

BJG:pjp  
Enclosures  
cc: Mr. Brian Ager w/enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF

CREATIVE CHILD LEARNING CENTER, INC. V

By unanimous vote of the Board of Directors and unanimous vote of the Shareholders of CREATIVE CHILD LEARNING CENTER, INC. V, a Florida corporation, originally incorporated on June 18, 2003, under Document Number P03000067721, said Corporation hereby, pursuant to Florida Statutes, Section 607.1003 and 607.1006, amends the existing Articles of Incorporation, in the following respect, effective December 1, 2006:

ARTICLE III - STOCK is hereby deleted in its entirety and the following provision is inserted in lieu thereof:

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ .01	Class A Voting Common
99,000	\$ .01	Class B Non- Voting Common

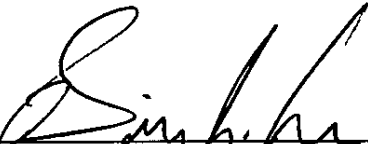
The relative rights privileges and limitations of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be in all respects identical, share for share (including, but not limited to, identical rights to distribution and liquidation proceeds), except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the Class A Voting Common Stock and, except as otherwise required by law, the holders of Class B Non-Voting Common Stock shall not have any voting power or be entitled to receive any notice of meetings of Shareholders.

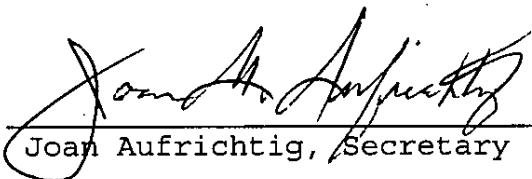
The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

The holder of each one (1) share of the Corporation's outstanding Common Stock, \$1.00 par value, shall be entitled to exchange such outstanding share for one (1) share of the Corporation's Class A Voting Common Stock, one cent (1¢) par value, and ninety-nine (99) shares of the Corporation's Class B Non-Voting Common Stock, one cent (1¢) par value.

The foregoing Amendment was duly approved by all of the Directors and all of the Shareholders in accordance with Florida Statutes, Section 607.1003 and 607.1006 on December 1, 2006; and the number of votes cast for amendment was sufficient for approval.

DATED this 1<sup>st</sup> day of December, 2006.

By:   
Brian Ager, President

Attest:   
Joan Aufrichtig, Secretary