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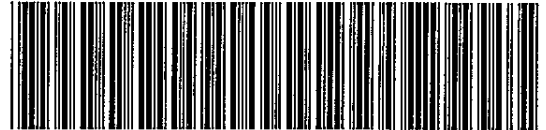
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T. Smith AUG 29 2005

WILLIAM P. HARRIS, JR., P.A.

ATTORNEY AT LAW
DADELAND TOWERS
SUITE 308

9300 S. DADELAND BLVD.
MIAMI, FLORIDA 33156

TELEPHONE (305) 670-7000
FACSIMILE (305) 670-7056

August 16, 2005

Secretary of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: *My First Years Learning Center, Inc.*
Document # P 04 0000 94505

Dear Sir/Madam:

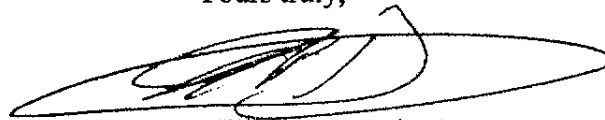
Enclosed please find the original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is my firm's check payable to the Secretary of State in the amount of \$43.75 to cover the filing fee and a certified copy for the above referenced document.

Please mail to me the certified copy of the Articles of Amendment of the Articles of Incorporation.

If you have any questions, please contact me by telephone at (305) 670-7000 or by fax at (305) 670-7056.

Thank you.

Yours truly,



William P. Harris, Jr.

WPH/ms

Enclo.

**Articles of Amendment
To
Articles of Incorporation
Of
My First Years Learning Center, Inc.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, My First Years Learning Center, Inc. adopts the following Articles of Amendment to its Articles of Incorporation filed with the Florida Secretary of State on June 21, 2004 (Doc # P04000094505):

First

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

Article I- CORPORATE NAME

The name of the corporation ("Corporation") shall be: PARIS AND ASSOCIATES OF MIAMI, INC.

Second

This Amendment was adopted on August 4, 2005.

Third

The foregoing amendment was adopted by the Corporation's board of directors pursuant to section 607.1005 and accordingly no shareholder action was required.

Dated: August 4, 2005.

My First Years Learning Center, Inc.
a Florida corporation:

By: 

Karla Paris, Director and President