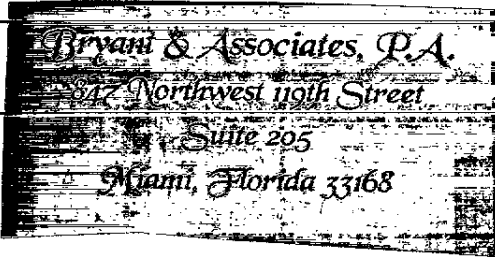


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Requester's Name



[Handwritten signature]

Office Use Only

01 JUN 21 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #) 500004435415-12
-06/21/01--01071--003
*****35.00 *****35.00
- 4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

*NG
KAB
6/27*

Examiner's Initials

3

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
MERCEDES QUALITY CARE, INC.

01 JUN 21 PM 12:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERCEDES QUALITY CARE INC. A corporation organized and existing under and by virtue of the General Corporation Law of the State of Florida , does hereby certify:

FIRST: That pursuant to the provision of Section 607.1006 of the General Corporation Law of the State of Florida resolutions were duly adopted by the Board of Directors of MERCEDES QUALITY CARE INC. setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and proposing that the stockholders of said corporation consider adoption thereof by written consent pursuant to section 607.1006 of the General Corporation Law of the state of Florida. This resolution was adopted by the Corporation on January 01 2001. The resolution setting forth the proposed amendments is as follows:

RESOLVED, that the Certificate if Incorporation of this corporation be amendment by changing Article I thereof so that, as amended, said article shall be and read as follows:

"The name of the Corporation is

PRECIOUS LITTLE ONES, INC.

SECOND: That thereafter, pursuant to section 607.187 of the General Corporation Law of the State of Florida, the

stockholders of said corporation acted by written consent and the necessary number of shares as required the General Corporation Law of the State of Florida, consented to the adoption of said amendment.

THIRD: That said amendment was duly adopted in accordance with the provision of section 607.1006 of the General Corporation Law of the State of Florida.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said MERCEDES QUALITY CARE INC., has caused this certificate to be signed by as CAROL M MCDONALD President and CARL MCDONALD as Secretary.

this 14 day of June, 2001 by:

Carol M. McDonald
President

ATTEST:

Carl McDonald
Secretary