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July 17, 2000

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Department of State State of Florida Division of Corporations PO box 6327 Tallahassee, FL 32314

Re: REM-Florida Community Services, Inc.

Dear Sir or Madam:

Enclosed please find for filing an original and one copy of an Amendment to the Articles of Incorporation changing the name of the above-referenced corporation to eliminate the hyphen in the corporate name. Also enclosed is our firm's check in the amount of \$35.00 for the filing fee.

Please file stamp the copy of the Amendment and return it to me at the above address. If you have any questions or concerns regarding this matter, please feel free to give me a call at the number above.

GRAY, PLANT, MOOTY,
MOOTY & BENNETT, P.A. S

Very truly yours,

Paralegal

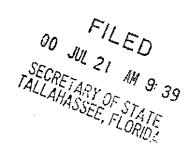
NGB:dls Enclosures

cc: Ms. Tonyea Patterson (w/o encl.)

88174/25058

GP:708720 v1/708731 v1

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ME-12	REM-Florida	Community	Services,	Inc.	
,					
					
	(b)	resent name)			

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended to read as follows:

ARTICLE I

The name of this corporation shall be REM Florida Community Services, Inc.

FURTHER RESOLVED, that this amendment to the Articles of Incorporation of the Corporation Shall be effective as of the 1st day of August, 2000.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

•				
THIRD:	The date of each amendment's adoption: May 24, 2000			
FOURTH:	Adoption of Amendment(s) (CHECK ONE)			
3	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):			
	"The number of votes cast for the amendment(s) was/were sufficient			
	for approval byvoting group			
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
	Signed this 12th day of July, 2000.			
Signature	Pun of Milla			
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
	OR			
	(By a director if adopted by the directors)			
	OR			
	(By an incorporator if adopted by the incorporators)			
	Craig R. Miller Typed or printed name			
	Secretary			