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February 3, 1998

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-02/09/98-01039-004
*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314


Re: Articles of Amendment for CANDY HOUSE SCHOOL AND DAYCARE
CENTER, INC.

Dear Sir or Madam:

Enclosed you will find the original and a copy of the Articles of
Amendment for CANDY HOUSE SCHOOL AND DAYCARE CENTER, INC. Also
enclosed is a self-addressed stamped envelope, together with a
check for the sum of \$35.00 to cover the filing fees.

Thank you for your service. Your usual prompt attention to the
foregoing is appreciated.

Sincerely,


WILLIAM M. BUSTAMANTE, ESQ.

WMB/ym

Encl: As Noted

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DIVISION OF CORPORATIONS
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Amend.
02-11-98
CC

ARTICLES OF AMENDMENT
OF
CANDY HOUSE SCHOOL AND DAYCARE CENTER, INC.

Pursuant to Florida Statutes Section 607.187, the Articles of Incorporation of the above named corporation are hereby amended to read as follows:

1. Article III is hereby deleted and its place the following language shall apply:

ARTICLE III

Shares

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is: 5,000 shares of common stock of \$1.00 par value each.

2. Article VI is hereby added and the following language shall apply:

ARTICLE VI

Officers

This Corporation shall have the following officers, but other officers may be created by the bylaws:

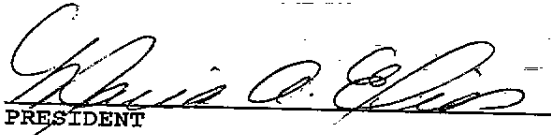
President:	MARIA A. ELIAS
Vice President:	RENE DIAZ
Treasurer:	MARIA A. ELIAS
Secretary:	LAZARO ELIAS

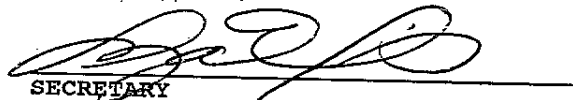
PREPARED BY: William M. Bustamante, Esq.
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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3. The foregoing amendments were adopted on December 10, 1997, by a majority vote of the directors and shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned directors have executed these Amendments to the Articles of Incorporation this 10th day of December, 1997.

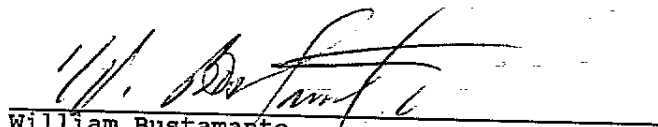

PRESIDENT


SECRETARY

STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREBY CERTIFY THAT on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared MARIA A. ELIAS, as President, and LAZARO ELIAS, as Secretary of CANDY HOUSE SCHOOL AND DAYCARE CENTER, INC., a Florida corporation, and who have produced their respective Florida Drivers Licenses, as identification, and they acknowledged executing the foregoing ARTICLES OF AMENDMENT OF CANDY HOUSE SCHOOL AND DAYCARE CENTER, INC., freely and voluntarily under authority duly vested in them by said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of December, 1997.


William Bustamante
NOTARY PUBLIC STATE OF FLORIDA

(Place Notarial Seal)

MY COMMISSION EXPIRES:

