

P97000008371

AMERICAN BEHAVIORAL CONTINUUM, INC.

2455 East Sunrise Boulevard, Penthouse South
Fort Lauderdale, Florida 33304

Office: (954) 537-2100
Facsimile: (954) 537-2110

November 19, 1998

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

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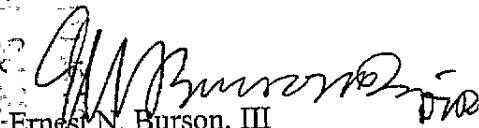
Re: Filing of Articles of Amendment – American Behavioral Continuum, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Amendment for American Behavioral Continuum, Inc., changing its name to ABC Franchising Group, Inc. The filing fee of \$35.00 is enclosed.

Thank you for your assistance in this matter.

Sincerely,


Ernest N. Burson, III
Director

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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11/25/98

**ARTICLES OF AMENDMENT
OF
AMERICAN BEHAVIORAL CONTINUUM, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of American Behavioral Continuum, Inc. ("Corporation") are hereby amended as follows:

1. ARTICLE ONE is hereby amended to read as follows:

ARTICLE ONE

CORPORATE NAME

The name of the corporation shall be:


ABC FRANCHISING GROUP, INC.


2. The foregoing amendment was adopted on November 18, 1998.
3. The following shareholders of the Corporation were entitled to vote separately on the amendment, and the number of votes cast for the amendment by each shareholder was as follows:

Shareholder	Number of Affirmative Votes	Percentage
NBC Healthcare, Inc.	1000	100%
Total	1000	100%

The number of votes cast for the amendment was unanimous and sufficient for approval by the shareholders.

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment, this 18th day of November, 1998.


Ernest N. Burson, III
President


Joy H. Stritkus
Secretary

STATE OF FLORIDA :

COUNTY OF BROWARD :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Ernest N. Burson, III, to me known to be the person described as President in the foregoing Articles of Amendment, who produced a driver's license as identification, and who took an oath and acknowledged before me that he executed said Articles of Amendment.

WITNESS my hand and official seal this 18 day of November, 1998.

Rebecca J Mathews

Notary Public
State of Florida

My Commission Expires: 3/24/2000

STATE OF FLORIDA :

COUNTY OF BROWARD :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Joy H. Stritikus, to me known to be the person described as Secretary in the foregoing Articles of Amendment, who produced a driver's license as identification, and who took an oath and acknowledged before me that she executed said Articles of Amendment.

WITNESS my hand and official seal this 18 day of November, 1998.

Rebecca J Mathews

Notary Public
State of Florida

My Commission Expires: 3/24/2000



REBECCA J. MATHEWS
COMMISSION # CC 542158
EXPIRES MAR 24, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.



REBECCA J. MATHEWS
COMMISSION # CC 542158
EXPIRES MAR 24, 2000
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ATLANTIC BONDING CO., INC.