

Division of Corporations

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BASIC AMENDMENT

ABC FRANCHISING GROUP, INC.

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**ARTICLES OF AMENDMENT
TO THE
AMENDED ARTICLES OF INCORPORATION
OF
ABC FRANCHISING GROUP, INC.
A FLORIDA CORPORATION**

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1. The name of the Corporation is ABC FRANCHISING GROUP, INC. (the "Corporation").

2. Article 1 of the Amended Articles of Incorporation of the Corporation is hereby amended to read as follows:

**ARTICLE 1
CORPORATE NAME**

The name of the Corporation is: Oxford Early Learning Centers, Inc.

3. The foregoing amendment was unanimously adopted by all of the Directors of the Corporation by Written Consent, effective as of August 3, 1999 and by the holder of a majority of the issued and outstanding common stock of the Corporation by Written Consent, effective as of August 3, 1999 eligible to vote, manifesting its intention that this amendment to the Amended Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Shareholder

IN WITNESS WHEREOF, the undersigned Chief Executive Officer of the Corporation has executed these Articles of Amendment this 3rd day of August, 1999.


E.N. BURSON III, Chief Executive Officer

PREPARED BY: Laura M. Holm, Esquire
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