

Brad S. Fischer Sr.
 Foley + Lardner
 Requestor's Name
 PO Box 3391
 Address
 Tampa FL 33601-3391
 City/State/Zip Phone #

P97000070660

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 -09/11/97--01016--020
 ****122.50 ****~~122.50~~
 87.50
 Office Use Only

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

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>N/C</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
 97 SEP 11 PM 12:24
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

See 9/18

Examiner's Initials

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
KARNISKI & DELANEY ENTERPRISES, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, **Karniski & Delaney Enterprises, Inc.**, a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is **Karniski & Delaney Enterprises, Inc.**
2. The following Amendment to the Articles of Incorporation (the "Amendment") was adopted on August 29, 1997, by the directors and shareholders of the Corporation in strict compliance with the provisions of Section 607.1003 of the Florida Business Corporation Act:

**ARTICLE I
NAME AND ADDRESS**

The name of the Corporation is **Tampa Reading Clinic and Day School, Inc.** The Corporation's principal office and mailing address is 3020 West Azeele Street, Tampa, Florida 33609.

3. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto set my hand this 29 day of August, 1997.

KARNISKI & DELANEY ENTERPRISES, INC.,
a Florida corporation

By: Walter M. Karniski, M.D.
Walter M. Karniski, M.D., President

PA7000070660

FOLEY & LARDNER

ATTORNEYS AT LAW

CHICAGO
JACKSONVILLE
LOS ANGELES
MADISON
MILWAUKEE
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TALLAHASSEE
TAMPA
WASHINGTON D.C.
WEST PALM BEACH

WRITER'S DIRECT LINE

813-225-4117

September 9, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002290099--8
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*****87.50 *****87.50

35.00

RE: Tampa Reading Clinic and Day School, Inc.
Karniski & Delaney Enterprises, Inc.

Dear Madam or Sir:

Enclosed to be filed is a Statement of Change of Registered Office or Registered Agent or Both for Karniski & Delaney Enterprises, Inc. ("Statement of Change").

Also enclosed to be filed are Articles of Amendment to the Articles of Incorporation of Tampa Reading Clinic and Day School, Inc. and Articles of Amendment to the Articles of Incorporation of Karniski & Delaney Enterprises, Inc. Please note that these Articles of Amendment reference changes to each corporation's name. However, inasmuch as Karniski & Delaney Enterprises, Inc. will be changing their name to Tampa Reading Clinic and Day School, Inc., the Articles of Amendment for Tampa Reading Clinic and Day School, Inc. will need to be filed first.

Finally, we have enclosed two checks, one in the amount of \$87.50 for Tampa Reading Clinic and Day School, Inc., representing the filing fee (\$35.00) and the fee for a certified copy (\$52.50) for its Articles of Amendment. The other check is in the amount of \$122.50 for Karniski & Delaney Enterprises, Inc., representing the filing fee (\$35.00) for the Statement of Change (\$35.00) and the filing fee (\$35.00) and the fee for a certified copy (\$52.50) for its Articles of Amendment.

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TALLAHASSEE, FLORIDA

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9/18

R.A. Change

ESTABLISHED 1842

Florida Department of State
September 9, 1997
Page 2

Once the enclosed have been filed, please forward the certified copies to me in the enclosed stamped, self-addressed envelope.

If you have any questions, please call me. Thank you in advance for your assistance in this matter.

Very truly yours,



Brad S. Fischer

BSF:dms

Enclosures

cc: Walter M. Karniski, M.D.
Stephen A. Crane, Esq.
Mark M. Schabacker, Esq.

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Karniski & Delaney Enterprises, Inc.

1b. The mailing address of the corporation is : 3020 W. Azeele Street, Tampa, FL 33609

1c. Date of incorporation: August 14, 1997 Document number: P97000070660

2. The name and address of the current registered agent and office:

Stephen A. Crane
100 N. Tampa Street, Suite 2700
Tampa, FL 33602

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TALLAHASSEE, FLORIDA

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

Walter M. Karniski, M.D.
3670 Henderson Boulevard
Tampa, FL 33609

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Signature of an officer, chairman or vice chairman of the board

8/27/97 (Date)

Walter M. Karniski, M.D., President (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature of Registered Agent

8/27/97 (Date)

Walter M. Karniski, M.D., President