THE UNITED STATES CORPORATION

ACCOUNT NO.

072100000032

REFERENCE

992733

4311473

AUTHORIZATION

COST LIMIT

ORDER DATE: October 12, 1998

ORDER TIME :

11:48 AM

ORDER NO. :

992733-005

CUSTOMER NO:

4311473

CUSTOMER: Maritza Villar, Legal Asst

Stearns Weaver Miller Weissler

Museum Tower, Suite 2200 150 West Flagler Street

Miami, FL 33130

400002661824-

DOMESTIC AMENDMENT FILING

NAME:

KIDS WITH DREAMS, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

SE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 13, 1998

RESUBMIT

Please give original

submission date as file date.

CSC 1201 Hays Street Tallahassee, FL 32301

SUBJECT: KIDS WITH DREAMS, INC.

Ref. Number: P97000092434

We have received your document for KIDS WITH DREAMS, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

Please provide an English translation for the entity's name in your cover letter.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Gorporate Specialist

Letter Number: 498A00050750

ARTICLES OF AMENDMENT TO TO ARTICLES OF INCORPORATION OF KIDS WITH DREAMS, INC.



The Articles of Incorporation of KIDS WITH DREAMS, INC. a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1003 of the Florida Business Corporation Act as follows:

1. Article I shall be deleted in its entirety and amended to read as follows:

"ARTICLE I - NAME AND ADDRESS

The name of this corporation is LA CASITA, INC. The address of the principal office and the mailing address of this corporation is 15839 Silverado Court, Fort Myers, Florida 33908."

- 2. The number of votes cast for this amendment by the shareholders was sufficient for approval.
 - 3. These Articles of Amendment are adopted as of the date set forth below.

Victor W. Mayeron, Director (Chairman

Lynda J. Sylvester, Director

Katherine W. Mayeron, Difector

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ACTION BY UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS OF KIDS WITH DREAMS, INC. IN LIEU OF A SPECIAL MEETING

Pursuant to Section 607.0704 of the Florida Business Corporation Act, the undersigned, being all of the shareholders of Kids with Dreams, Inc., a Florida corporation (the "Corporation"), hereby adopt the following resolution by unanimous written consent in lieu of a special meeting effective Oct. 5, 1998.

WHEREAS, the Board of Directors have proposed that the Articles of Incorporation of the Corporation be amended to change the name of the corporation from Kids with Dreams, Inc. to La Casita, Inc., therefore, it is

RESOLVED, that the Corporation shall amend its Articles of Incorporation to change the name of the Corporation from Kids with Dreams, Inc. to La Casita, Inc.; and further

RESOLVED, that Articles of Amendment to Articles of Incorporation shall be prepared and filed with the Florida Department of State to effectuate the name change.

Katherin W. Marser

KATHERINE W. MAYERON Director

LYNDA J. SYLVESTER, Director