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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

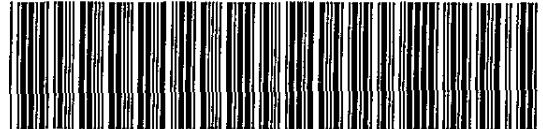
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03 DEC 18 PM 1:55

TALLAHASSEE, FLORIDA

CRANDELL AND ASSOCIATES, INC.
120 E. OAKLAND PARK BLVD., SUITE 107
FT. LAUDERDALE, FL 33334-1106

TELEPHONE (954) 565-9903
FAX (954) 565-7254

RONALD G. CRANDELL
BUSINESS CONSULTANT

ACCOUNTING, TAX AND
BUSINESS CONSULTANTS

December 15, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
03 DEC 18 PM 1:55
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Re: All Sports Childcare, Inc.

We enclose Articles of Amendment for the above-noted corporation, in duplicate, for due process of registration with your offices.

The appropriate fees of \$43.75 are also enclosed. Please return the certified copies of the Articles of Amendment directly to us on behalf of our client.

We will appreciate you expediting this request. Should you have any questions or require any further information, please call our offices.

Thank you for your attention to the above.

Sincerely,



Maureen A. Thomas
For The Firm

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF ALL SPORTS CHILDCARE, INC.

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03 DEC 18 PM 1:55
TALLAHASSEE, FLORIDA

Pursuant to Section 607 Florida Statutes, the undersigned
corporation hereby adopts the following Article
to its Articles of Incorporation:

The following Article has been added to the Articles of
Incorporation and was adopted by the corporation:

ARTICLE XIII: OFFICERS

The names and addresses of the corporate officers of this
Corporation is hereby added as:

Lisa Gager President, Treasurer and Director
9450 N.W. 46th Street
Sunrise, FL 33351

David Maughn Vice-President, Secretary and Director
11840 N.W. 39th Street
Sunrise, FL 33323

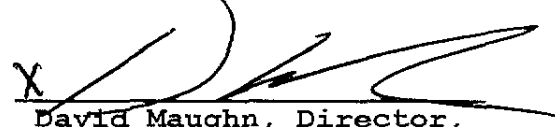
THIRD: The amendment was adopted by all shareholders of the
Corporation on this 15th day of December 2003.

All Sports Childcare, Inc.

BY:


Lisa Gager, Director,
President and Treasurer

By: X


David Maughn, Director,
Vice-President and Secretary