

P98000010530

TRANSMITTAL LETTER

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

800002617698--4
-08/17/98--01103--003
*****35.00 *****35.00

SUBJECT: Edward J. Adams, Jr., Inc./corporate name change

Enclosed is an original and one (1) copy of the articles of amendment to the articles of incorporation and a check for \$35.00.

FROM:

Edward J. Adams, Jr.
c/o The American Schools Corporation
1133 Louisiana Avenue
Suite 200
Winter Park, FL 32789

(407) 539-1007

FILED
98 AUG 17 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MC

TLL AUG 20 1998

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF
EDWARD J. ADAMS, JR., INC.

FILED
98 AUG 17 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Department of State
Tallahassee, Florida 32314

Pursuant to the provisions of FS §607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is EDWARD J. ADAMS, JR., INC.
2. The following amendments of the articles of incorporation were adopted by the shareholder of the corporation on July 29, 1998 in the manner prescribed by the Florida Business Corporation Act:

"ARTICLE I.
NAME

The name of the corporation shall be BRAINTREE ENTERPRISES, INC."

3. The number of shares of the corporation outstanding at the time of adoption was 100; and the number of shares entitled to vote on the amendment was 100.

4. The designation and number of outstanding shares of each class entitled to vote on the amendments as a class were as follows:

| Number of Shares | Class | Series (if any) |
|------------------|-------|-----------------|
| 100 | N/A | N/A |

5. The number of shares voted for the amendment was 100; and the number of shares voted against the amendment was 0.

6. The number of shares of each class entitled to vote as a class voted for and against the amendment, respectively, was:

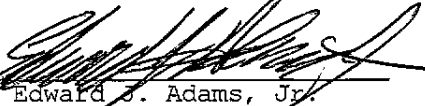
| Class | For | Against |
|-------|-----|---------|
| N/A | 100 | 0 |

Dated

8/4/98

EDWARD J. ADAMS, JR., INC.

By


Edward J. Adams, Jr.
President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was executed and acknowledged before me this 4th
day of August, 1998, by Edward J. Adams, Jr.

April L. Baillargeon Notary Public

My commission expires: 4/6/2002

