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September 23, 1998

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

200002649962---2 -09/28/98--01063--015 *****35.00 *****35.00

Re:

American Village Academy, Inc. - Amendment to Articles

Dear Sir or Madam:

Please file the enclosed Articles of Amendment to Articles of Incorporation of American Village Academy, Inc. A check for \$35.00 payable to the Department of State for the filing fee is enclosed.

If you have any questions or require anything further, please contact me.

Sincerely,

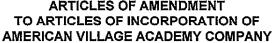
Roger'S. Grimberg Legal Assistant

Enclosure

cc: Ms. Heidi Danzig-Miller

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CORE PARTON ON THE STATE OF THE **ARTICLES OF AMENDMENT**

American Village Academy Company pursuant to Section 607.1001, Florida does hereby file the following Articles of Amendment:

- 1. That the name of the Corporation is American Village Academy Company.
- 2. That Article I of the Articles of Incorporation of American Village Academy Company is hereby amended to read as follows:

ARTICLE I

Name

1. The name of this corporation shall be American Village Academy, Inc.

That the foregoing amendment(s) is adopted by all of the member(s) of the Board of Directors and all of the shareholder(s) of this Corporation, by a joint written action dated September 9, 1998, and such number of votes for the amendment is sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment on the 9th day of September, 1998.

American Village Academy, Ind

Heidi Danzig Miller, President

(CORPORATE SEAL)

Attes

Darlene A. Danzig, Secreta