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FILED
98 AUG 20 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 12, 1998

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*****78.75 *****78.75

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

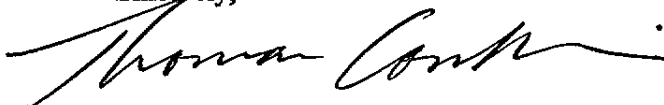
Re: J & J School Co.

Dear sir or madam,

Enclosed for filing is an original Amendment to the articles of incorporation and change of registered agent for the above corporation. The Amendment includes a change in the corporate name. Please return a certificate of status for the corporation under its new name, Learning Kastle Laurel Day Care and Preschool, Inc. Enclosed is a check payable to the Department of State in the amount of \$78.75 for the filing fees.

For proof of the right to use the new corporate name is a copy of a document which assigns the name Learning Kastle Day Care and Preschool, Inc. to J & J School Co. Also enclosed is a copy of that corporations amendment to its articles of incorporation changing the name of that corporation. *Returned*

Sincerely,



Thomas R. Conklin

TRC/bk
Enclosures

VS AUG 26 1998
Amend. & N/C

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
J & J School Co.

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We, the undersigned, being the President and Assistant Secretary of J & J School Co. hereby certify that the following Amendment to the Articles of Incorporation was duly adopted by the unanimous vote of all of the shareholders of the corporation at a meeting duly held by them on the 13 day of August, 1998, and the number of votes in favor of this Amendment was sufficient for approval.

AMENDMENT

Article I and Article II are hereby deleted in their entirety and the following Article I and Article II are hereby substituted in their place and stead:

ARTICLE ONE

NAME

- 1.01. The name of the Corporation shall be: LEARNING KASTLE LAUREL DAY CARE AND PRESCHOOL, INC.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

- 2.02. The location and address of the Corporation's registered office is 101 Old Laurel Road, Nokomis, FL 34274. The registered agent at the registered office is Jessica D'Urso Corrente. *Trail S.M.C.*

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 13th day of August, 1998.

By: Jessica D'Urso Corrente
Jessica D'Urso Corrente, President

By: James M. Corrente
James M. Corrente, Vice President and
Assistant Secretary

CHANGE OF DESIGNATION
OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0502, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN CHANGING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

New Name:

LEARNING KASTLE LAUREL DAY CARE AND PRESCHOOL, INC.

2. THE NAME AND ADDRESS OF THE CURRENT REGISTERED AGENT AND OFFICE:

James M. Corrente, 6062 Gillot Blvd., Port Charlotte, FL 33981

3. THE NAME AND ADDRESS OF THE NEW REGISTERED AGENT AND OFFICE:

Trail Smc.
Jessica D'Urso Corrente, 101 Old Laurel Road, Nokomis, FL 34274

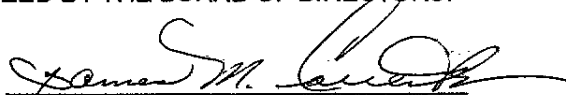
4. CONSENT OF THE NEW REGISTERED AGENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent


Jessica D'Urso Corrente

THE UNDERSIGNED CORPORATION, STATES THAT THE STREET ADDRESS OF ITS REGISTERED OFFICE AND THE STREET ADDRESS OF THE BUSINESS OFFICE OF ITS REGISTERED AGENT, AS CHANGED, WILL BE IDENTICAL.

PURSUANT TO THE PROVISIONS OF SECTION 607.0502, FLORIDA STATUTES, THE UNDERSIGNED OFFICER OF THE CORPORATION STATES THAT THE CHANGE IN REGISTERED AGENTS WAS AUTHORIZED BY RESOLUTION DULY ADOPTED BY ITS BOARD OF DIRECTORS, OR BY THE OFFICER AS AUTHORIZED BY THE BOARD OF DIRECTORS.


James M. Corrente
Vice President and Assistant Secretary