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Little Ones Voices Everywhere Academy, Inc. 6941 N.W. 45 Court
Lauderhill, Florida 33319
(954) 746-7537

July 27, 2000

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 900003340245--7 -07/31/00--01095--015 *****43.75 *****43.75

Re:

Articles of Amendment for Little Ones Voices Everywhere Academy, Inc.

Document Reference No. G99154900266

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation of Little Ones Voices Everywhere Academy, Inc.

Also please find a check made payable to the Secretary of State for Forty Three Dollars and Seventy Five Cents (\$43.75) to cover the filing fee of \$35.00 for this matter along with the certification fee of \$8.75.

Your assistance in amending this corporation's Articles is appreciated. If there are any questions, do not hesitate to contact me.

Yours truly,

Patricia A. Mohammed

Director

FILED

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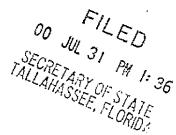
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

ARTICLES OF AMENDMENT

TO ARTICLES OF INCORPORATION





LITTLE ONES VOICES EVERYWHERE ACADEMY, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE SIX - DIRECTORS

The number of directors constituting the board of directors will now be three (3), and the name and address of the persons who are to serve as Directors unless or until successors are elected and qualified are:

Patricia A. Mohammed 6941 N.W. 45 Ct., Lauderhill, Florida 33319 Wayne L. Foster 6941 N.W. 45 Ct., Lauderhill, Florida 33319 Paulette Symonette 4301 N.W. 18 St., Lauderhill, Florida 33313

SECOND: If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: Not applicable.

THIRD: The date of each amendment's adoption: July 27, 2000.

FOURTH: Adoption of Amendments:

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 27th day of July, 2000.

Signature

PATRICIA A. MOHAMMED

Title: Director