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*OF COUNSEL

May 22, 1998

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

Re: Amendment to Articles of Incorporation of Palmer Academy, Inc.

Dear Gentlemen/Ladies:

Enclosed please find the following with regard to the referenced corporation.

- 1. Amendment to Articles of Incorporation for Palmer Academy, Inc. (2 originals).
- 2. Check in the amount of \$35.00 payable to the Secretary of State in payment of your filing fees.

Please file the Amendment to Articles of Incorporation and return a file-stamped original of the Amendment to the Articles to our office along with the Notice of Incorporation in the enclosed, self-addressed stamped envelope provided for your convenience.

Thank you for your assistance. Please call if you have any questions.

Very truly yours,

Patti M. Graves, Legal Assistant

to D. Michael Lins

/pg Enclosures

300002535163--3 -05/26/98--01060--017 *****35.00 *****35.00

N/c Amend

D006/3

SERENCE MOOD SECOND AMENDMENT TO ARTICLES OF INCORPORATIO OF PALMER ACADEMY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, as all of the shareholders of Palmer Academy, Inc., and acting on behalf of the corporation under the Florida Corporation Act, adopts the following Amendments to the Articles of Incorporation previously executed and filed with the Florida Secretary of State. The Articles are amended as follows:

ARTICLE I

NAME

The name of the corporation shall be Palmer Preparatory School, Inc.

Except as set forth herein, all other terms of the original Articles of Incorporation shall remain the same.

The foregoing amendment was voted upon and unanimously approved on May 21, 1998 by the requisite number of shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned, being all of the shareholders of the Corporation, have set their hands and seal this and of May, 1998.

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

_, 1998, before me, the undersigned, a Notary On this 1 day of _______, 1998, before me, the undersigned, a Notary Public for the State of Florida, personally appeared Norman Palmer, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to

me that he executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my notarial seal, the day and year in this certificate first above written.

Notary Public for the State of Florida

Residing at

My Commission expires:

