

92000004064

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

INNOVATIVE TECHNOLOGY SYSTEMS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 12 PM 3:16

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 11, 2000

INNOVATIVE TECHNOLOGY SYSTEMS, INC.
131 EGRET DRIVE
JUPITER, FL 33458US

SUBJECT: INNOVATIVE TECHNOLOGY SYSTEMS, INC.
REF: P92000004064

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INNOVATIVE TECHNOLOGY SYSTEMS, INC.**

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TALLAHASSEE, FL
SECRETARY OF STATE

On January 7, 1999, the Board of Directors of Innovative Technology Systems, Inc. passed a resolution, wherein it recommended to the Shareholders of the Corporation that Article I of the Articles of Incorporation be amended, and thereafter the Shareholders, on January 7, 2000, approved said Amendment. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.1006.

1. The name of the corporation is INNOVATIVE TECHNOLOGY SYSTEMS, INC.
2. Article I of the articles of incorporation of INNOVATIVE TECHNOLOGY SYSTEMS, INC. was amended as follows:

ARTICLE 1. Name

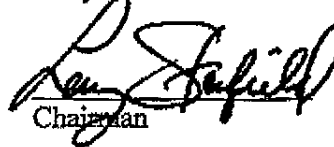
The name of this corporation is:

STANFIELD EDUCATIONAL ALTERNATIVES, INC.

3. The foregoing amendment to articles of incorporation was duly adopted by the SHAREHOLDERS on January 7, 2000 and the number of votes cast for the amendment was sufficient for approval.

In witness whereof, the undersigned Chairman of this corporation has executed these articles of amendment on January 10, 2000

Innovative Technology Systems, Inc.
Larry Stanfield


Chairman

Prepared By:
L. Van Stillman, Esq.
1177 George Bush Blvd.
Delray Beach, FL 33483
(561) 330-9903
Fla. Bar Number: 165520

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