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**DISSOLUTION OR WITHDRAWAL
LEARNING RESOURCES, INC.**

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**ARTICLES OF DISSOLUTION FOR
LEARNING RESOURCES, INC.**

Pursuant to Section 607.1403, Florida Statutes, the undersigned corporation hereby submits the following for the purpose of dissolving the corporation:

ARTICLE I

The name of the corporation is Learning Resources, Inc. (the "*Corporation*"). The Articles of Incorporation were filed on July 21, 1995 and assigned the Document Number P95000056789.

ARTICLE II

The dissolution was authorized on December 31, 2013.

ARTICLE III

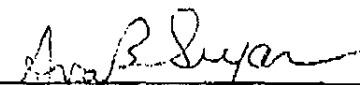
The dissolution was approved by the shareholders of the Corporation pursuant to Section 607.1403, which is sufficient for dissolution of the Corporation.

ARTICLE IV

The dissolution shall be effective as of the date of filing the Articles of Dissolution.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by the Directors as of January 30, 2014.

LEARNING RESOURCES, INC., a
Florida corporation

By: 
Ava B. Sugar, President

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