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FILED  
99 SEP 16 PM 5:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BANKRUPTCY  
REAL ESTATE LAW  
CORPORATE & BUSINESS LAW  
CRIMINAL LAW  
CONSTITUTIONAL LAW  
MARITAL & FAMILY LAW  
PERSONAL INJURY & WRONGFUL DEATH  
WILLS PROBATE & ESTATE PLANNING

September 14, 1999

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000002989200--7  
-09/16/99-01066-005  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

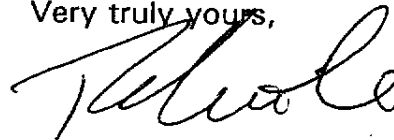
RE: Hot Air, Inc.  
Articles of Amendment

Dear Sir:

Enclosed please find original Articles of Amendment to the Articles of Incorporation of Hot Air, Inc. I have also enclosed my check in the amount of \$43.75.

If you have any questions or need further information, please do not hesitate to contact me.

Very truly yours,



Thomas C. Little  
Attorney at Law

TCL:js  
enc.

N/C

V. SHEPARD SEP 22 1999

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
HOT AIR, INC.**

FILED  
99 SEP 16 PM 5:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32314

Pursuant to the provisions of F.S. § 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is **Hot Air, Inc.**
2. The following amendments of the articles of incorporation were adopted by the shareholders of the corporation on 9/10/99 in the manner prescribed by the Florida Business Corporation Act:

- a. The corporate name was changed to:

**FREE COURSE, INC.**

3. The number of shares of the corporation at the time of adoption was 500; and the number of shares entitled to vote on the amendments was 500.
4. The designation and number of outstanding shares of each class entitled to vote on the amendments as a class were as follows:

| Number of<br>Shares | Class   | Series<br>(if any) |
|---------------------|---------|--------------------|
| <u>500</u>          | <u></u> | <u></u>            |
| <u></u>             | <u></u> | <u></u>            |
| <u></u>             | <u></u> | <u></u>            |

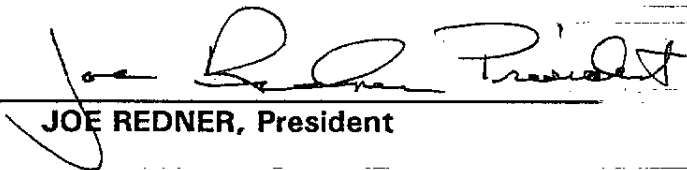
5. The number of shares voted for the amendment was 500; and the number of shares voted against the amendment was 0.
6. The number of shares of each class entitled to vote as a class voted for and against the amendment, respectively, was:

| Class   | For        | Against  |
|---------|------------|----------|
| <u></u> | <u>500</u> | <u>0</u> |
| <u></u> | <u></u>    | <u></u>  |

Dated: 9.10.99

HOT AIR, INC.

By:

  
JOE REDNER, President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10 day of September, 1999 by JOE REDNER as President of HOT AIR, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a Florida Driver's License as identification and did take an oath.

NOTARY PUBLIC

Sign

Print

  
LUKE CHARLES LIROT  
State of Florida at Large



Luke Charles Lirot  
My Commission CC672270  
Expires September 23, 2001

My Commission Expires: SEPT. 23, 2001