

CORP/DIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

704016

FILED
2002 JAN -3 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 01/03/02

REF. #: 0163.4191

CORP. NAME: International College Foundation, Inc.
changing name to Compass Rose Foundation, Inc.

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

000004748630--3
-01/03/02--01006--009
*****43.75 *****43.75

STATE FEES PREPAID WITH CHECK# 12647 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

RECEIVED
02 JAN -3 AM 10:29
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

N.C.
C. Coulliette JAN 03 2002

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
INTERNATIONAL COLLEGE FOUNDATION, INC.**

FILED
2002 JAN -3 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTERNATIONAL COLLEGE FOUNDATION, INC., a not-for-profit corporation duly organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the Written Consent of the members of the Corporation and in accordance with Section 607.1006, *Florida Statutes*, the following resolutions were adopted on December 28 _____, 2001, amending the Articles of Incorporation and the number of votes cast for the amendment was unanimous, sufficient for approval:

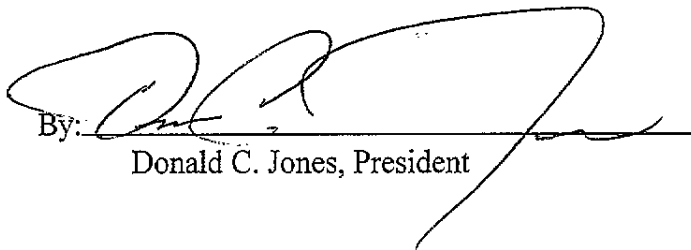
RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida shall be deleted in its entirety and replaced with the following:

“ARTICLE I
Name

The name of this Corporation is **COMPASS ROSE FOUNDATION, INC.**”

WHEREUPON, this 28th day of December, 2001, the undersigned has executed these Articles of Amendment to the Articles of Incorporation on behalf of the Corporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended.

**INTERNATIONAL COLLEGE FOUNDATION,
INC., a Florida corporation**

By: 
Donald C. Jones, President