

7/13/2017



Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
NYSE GOVERNANCE SERVICES, INC.**

Certificate of Status	0
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PLEASE HONOR ORIGINAL SUBMISSION DATE 7/13

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C. GOLDEN

JUL 27 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: NYSE Governance Services, Inc. n/k/a True Office Learning

Name of Corporation

DOCUMENT NUMBER: F13000003302

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Margaret M Tezak

Name of Contact Person

True Office Learning, Inc.

Firm/Company

1 Glenlake Pkwy. NE, Suite 700

Address

Atlanta, GA 30328

City/State and Zip Code

margaret.tezak@trueoffice.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Margaret Tezak

at (303) 587-7476

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F13000003302

(Document number of corporation (if known))

1. NYSE Governance Services, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3.

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 2, 2017

5. True Office Learning, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Neha Gupta

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

FILED
2017 JUL 13 AM 9:05
TALLAHASSEE, FLORIDA

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NYSE GOVERNANCE SERVICES, INC.", CHANGING ITS NAME FROM "NYSE GOVERNANCE SERVICES, INC." TO "TRUE OFFICE LEARNING, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF JUNE, A.D. 2017, AT 7:25 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2916847 8100
SR# 20174560813

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202644952
Date: 06-02-17

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION OF
NYSE GOVERNANCE SERVICES, INC.**

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:25 PM 06/02/2017
FILED 07:25 PM 06/02/2017
SR 20174660813 File Number: 2916847

NYSE GOVERNANCE SERVICES, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is NYSE Governance Services, Inc.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of Delaware is October 5, 2000 under the name of Corpedia Corporation.

THIRD: Pursuant to Section 242 of the DGCL, this Certificate of Amendment of Certificate of Incorporation (this "Amendment") amends certain provisions of the Certificate of Incorporation of the Corporation, as currently in effect (the "Certificate").

FOURTH: The Certificate is hereby amended by deleting Article "FIRST" and replacing it with the following:

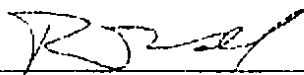
"FIRST"

The name of this corporation (the "Corporation") is True Office Learning, Inc."

FIFTH: This Amendment has been approved and duly adopted by unanimous written consent of the Board of Directors of the Corporation, and written consent of the stockholders has been given in accordance with the provisions of Sections 228 and 242 of the DGCL, and the provisions of the Certificate.

[Signature Page to Follow.]

IN WITNESS WHEREOF, this Corporation has caused this Certificate of Amendment of the Certificate of Incorporation to be signed by its President this 1st day of June, 2017.



Ryan Wald, President