

F94000003679

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000128273 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : I20000000189
Phone : (850) 668-4318
Fax Number : (850) 668-3398

FILED
04 JUN 17 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
04 JUN 18 AM 11:07
DIVISION OF CORPORATIONS

6/18/04 OK to Resubmit - Please retain original file date

BASIC AMENDMENT

SYLVAN LEARNING SYSTEMS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

*Name chg
JPM
6/20/04*

Electronic Filing Menu

Corporate Filing

Public Access Help

FAXED
JUN 17 2004
BY: YPOK 12:29

FROM : FLORIDA FILING

FAX NO. : 8506683398

Jun. 18 2004 11:04AM P2

Department of State 6/18/2004 10:45 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 18, 2004

SYLVAN LEARNING SYSTEMS, INC.
F. JACKSON - LEGAL DEPT.
1001 FLEET ST.
BALTIMORE, MD 21202US

SUBJECT: SYLVAN LEARNING SYSTEMS, INC.
REF: F94000003679

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please complete the date that the change was effected under the laws of its jurisdiction of incorporation in number 4 of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6027.

Michelle Milligan
Document Specialist

FAX Aud. #: H04000128273
Letter Number: 504A00040773

H04000128273 3

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

SECTION I
(1-3 MUST BE COMPLETED)

F94000003679

(Document number of corporation (if known))

1. Sylvan Learning Systems, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Maryland
(Incorporated under laws of)

3. July 14, 1994
(Date authorized to do business in Florida)

04 JUN 17 PM 3:51
DEPARTMENT OF STATE
FILED

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? May 11, 2004

5. Laureate Education, 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)

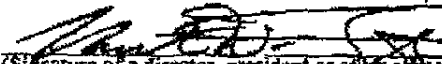
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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

NA -
(New duration)

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

NA -
(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)
Robert W. Zentz
(Typed or printed name of person signing)

May, 2004
(Date)
Sr. Vice President,
(Title of person signing)

H04000128273 3

H04000188273 3

97

SYLVAN LEARNING SYSTEMS, INC. **FILED**
ARTICLES OF AMENDMENT OF THE CHARTER **4/10/04**

SYLVAN LEARNING SYSTEMS, INC., a Maryland corporation having its principal office in Baltimore, Maryland, hereby certifies to the Maryland State Department of Assessments and Taxation that:

FIRST: The charter of Sylvan Learning Systems, Inc., a Maryland corporation ("the corporation"), is hereby amended by deleting existing Article First in its entirety and adding a new article to read as follows:

"ARTICLE FIRST: The name of the Corporation (which is hereinafter called the "Corporation") is:

LAUREATE EDUCATION, INC.

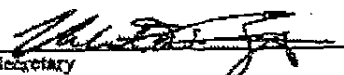
SECOND: The amendment to the charter of the Corporation as set forth above has been duly approved by the Board of Directors.

THIRD: The undersigned President acknowledges these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned President acknowledges that to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name on its behalf by its President and attested to by its Secretary on this 10 day of April 2004.

ATTEST:

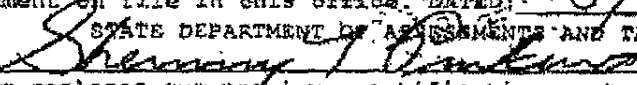
SYLVAN LEARNING SYSTEMS, INC.


Secretary


Chairman and Chief Executive Officer



CUST ID: 8881378223
WORK ORDER: 888831998
DATE: 05-11-2004 12:00 PM
INT. PRIC: 8300.00

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the page document on file in this office. DATED: 5/17/04
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY:  Custodian
This stamp replaces our previous certification system. Effective: 6/95

H04000188273 3

H04000188733

EXPEDITED SERVICE ** CHARTER APPROVAL SHEET **

KEEP WITH DOCUMENT

DOCUMENT CODE 9A
B2915940

BUSINESS CODE 03



Class: _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transfers): _____

FD # 00201888 ACK # 10000188733003
LIBR: 000002 POLIO: 0010 PAGES: 0002
LAUREATE EDUCATION, INC.

Surviving (Transfers): _____

06/11/2004 AT 10:15 R NO # 0000891688

New Name: Laureate Education, Inc

FEES PERMITTED

State Fee: 100
Corp. & Corp. Fee: _____
Inception Fee: 250
Franchise: _____
Share Redemption Fee: _____
Share Transfer Fee: _____
10. Certified Shares: _____
Copy Fee: 40
Conditions: _____
Continuation of Shares Fee: _____
Annual Treasury Filings: _____
Other: _____
TOTAL FEES: 390

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent
- and Resident Agent's address
- Change of Resident Code
- Addition of Assumed Name
- Other Change(s): _____

Code: 198

Credit Card _____ Check Cash _____

Approved: _____

Approved By: 10113

Mail to Address: _____

Typed By: _____

COMMENTS:

10- RECEIVED
JUN 18 2004
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

Many More Order and Customer Number 19416

FAST TRACK SERVICE
ONLINE ORDER: 800-451-1234
DATE: 06-11-2004 12:08 PM
EXT: 1001-4300, 300