

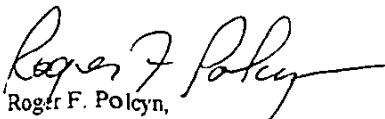


September 20, 1996

To Whom It May Concern:

Please process the enclosed request to change the corporate name from Learning Dynamics, Inc. to Professional Management Resources, Inc. Enclosed is a check for \$43.75 for the \$35.00 filing fee and \$8.75 for a certificate of status. Please mail the certificate to 1901 13th Ave. N -- St. Petersburg, FL 33713.

Sincerely,

  
Roger F. Polcyn,  
President

10000195649 1  
-09/25/96--01058--013  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 21 AM 11:16

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FEB 21 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 27, 1996

ROGER F. POLCYN  
1910 13TH AVENUE NORTH  
ST. PETERSBURG, FL 33713

SUBJECT: LEARNING DYNAMICS, INC.  
Ref. Number: K27020

We have received your document for LEARNING DYNAMICS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The document submitted must be an original copies are not acceptable.

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 (904) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 296A00044538

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(present name)

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

PROFESSIONAL Dynamics, Inc.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 1/6/97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20<sup>th</sup> day of January, 19 97

Signature

Roger F Polcyn PRES  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)  
Roger F Polcyn  
OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Roger F Polcyn  
Typed or printed name

PRESIDENT

Title