2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L01000019666

Entity Name: PROFOUND LEARNING SYSTEMS, LLC

FILED Feb 25, 2004 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

760 NORTH DRIVE SUITE A

MELBOURNE, FL 32934 US

Current Mailing Address: New Mailing Address:

760 NORTH DR. SUITE A

MELBOURNE, FL 32934 US

FEI Number: 59-3755138 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

RUDMIK, ANDRES DR. 4464 LONG LAKE RD. MELBOURNE, FL 32934

MELBOURNE, FL 32934 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS:

ADDITIONS/CHANGES:

Title: MGR () Delete Title: MGR (X) Change () Addition

Name:PROFOUND LEARNING SY, STEMS, INC.Name:RUDMIK, TOM CEOAddress:4414 CROWCHILD TRAIL, S.W.Address:4414 CROWCHILD TRAIL, S.W.City-St-Zip:CALGARY ALBERTA, CANADA,City-St-Zip:CALGARY, AB T2T 5J4 CA

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: TOM RUDMIK CEO 02/25/2004