

Division of Corporations

Page 1 of 1

**M14000003553**Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
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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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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
SUBSTITUTE ACQUISITION, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

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## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Substitute Acquisition, LLC  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Tina Misteri

Name of Person

eSchool Solutions, LLC

Firm/Company

604 Courtland St Ste 300

Address

Orlando FL 32804

City/State and Zip Code

accounting@eschoolsolutions.com

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

For further information concerning this matter, please call:

Tina Misteri

Name of Person

at ( ) (407)383-9316

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☐ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

☐ \$60 Filing Fee,  
Certificate of Status &  
Certified Copy

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14 JUN -2 11 33  
TALLAHASSEE, FL  
SECRETARY OF STATE

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

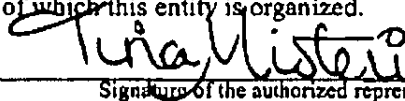
1. Name of limited liability Company as it appears on the records of the Florida Department of State: Substitute Acquisition, LLC
2. Jurisdiction of its organization: State of Delaware
3. Date authorized to do business in Florida: 5/23/14

**SECTION II (4-7 complete only the applicable changes)**

4. New name of the limited liability company: eSchool Solutions, LLC  
(must contain "Limited Liability Company," "LLC," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

5. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
\_\_\_\_\_
6. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change: \_\_\_\_\_
7. Attached is an original certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

Tina Misteri

Typed or printed name of signee

**Filing Fee: \$25.00**

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14 JUN -2 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

*The First State*

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 "SUBSTITUTE ACQUISITION, LLC", CHANGING ITS NAME FROM "SUBSTITUTE ACQUISITION, LLC" TO "ESCHOOL SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MAY, A.D. 2014, AT 4:08 O'CLOCK P.M.

FILED  
14 JUN -2 11 33  
SECRETARY OF STATE  
TALMADGE BUILDING

5520652 8100

140734695

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1406779

DATE: 05-28-14

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:28 PM 05/28/2014  
FILED 04:08 PM 05/28/2014  
SRV 140734695 - 5520652 FILE

**CERTIFICATE OF AMENDMENT**  
**TO THE CERTIFICATE OF FORMATION**  
**OF**  
**SUBSTITUTE ACQUISITION, LLC**

Under Section 18-202 of the  
Delaware Limited Liability Company Act

1. The name of the limited liability company is Substitute Acquisition, LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:

Paragraph (1) is hereby amended by deleting it in its entirety and replacing it with the following:

"FIRST: The name of the limited liability company (hereinafter called the "Company") is eSchool Solutions, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of this 28th day of May, 2014.

By: /s/ Sy Peck  
Title: Authorized Person

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DELAWARE