

N05000004394

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G. Coulette MAY 25 2005

Amor N.C.
X 101, 00610, 00507, 00672

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Brain Expansion Inc.

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

☒ Art. of Amend. File

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Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

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UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

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Date

Time

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 20, 2005

Capital Connection, Inc.
417 E. Virginia Street
Suite 1
Tallahassee, FL 32301

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: BRAIN EXPANSIONS, INC
Ref. Number: N05000004394

We have received your document for BRAIN EXPANSIONS, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Please state only the old name "Brain Expansions, Inc." in the heading under Articles of Amendment. The corporation can only have one name-please delete the abbreviated name "B.E.S.T., Inc." throughout the document.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 105A00036529

RE-SUBMIT
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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05 MAY 25 PM 3:51
DIVISION OF CORPORATION

May 25, 2005

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: BRAIN EXPANSIONS, INC
Ref. Number: N05000004394

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for BRAIN EXPANSIONS, INC and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 105A00037719

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

Articles of Amendment

to :

Articles of Incorporation
ofBRAIN EXPANSIONS, Inc

(Name of corporation as currently filed with the Florida Dept. of State)

NO5000004394

(Document number of corporation (if known))

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAY 19 PM 4: 09

FILED

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):BRAIN EXPANSIONS Scholastic TRAINING, Inc.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See Attachment

(Attach additional pages if necessary)

(continued)

The date of adoption of the amendment(s) was: May 11th 2005

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 20th day of MAY, 2005.

Signature

Dexter M. Frederick
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Dexter M. Frederick, M.D.
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

FILING FEE: \$35

**ARTICLE OF AMENDMENT TO ARTICLES OF INCORPORATION OF
BRAIN EXPANSIONS INC.**

ATTACHMENT:

Article 1. Brain Expansions Scholastic Training, Inc

Article 2. The name and address of the registered agent and registered office of this corporation is: Robert E. Taylor, Jr., Esquire
FBN: 0943071
Law Offices of R. E. Taylor, P.A.
609 W. Azeele Street, Suite B
Tampa, FL 33606

The principle place of business of this corporation shall be:
10130 Londonshire Lane
Tampa, FL 33647

Article 4: The number of initial directors of this corporation shall be eleven (11) and the names and addresses of the initial directors are as follows:

Dr. Dexter M. Frederick
10130 Londonshire Lane
Tampa, FL 33647

Dr. Elizabeth Yakabu
10320 56th Street
Tampa, FL 33617

Suzanne Jackson
17716 Crystal Cove Place
Lutz, FL 33548

Dr. Jeffery Haynes
8052 N. 56th Street
Tampa, FL 33617

Jody Lazzara
30549 Tremont Drive
Wesley Chapel, FL 33543

Dr. Phildra J. Swagger
1004 English Bluffs Court
Tampa, FL

Attorney Henry Thomas
5407 Burchette Rd
Tampa, FL 33647

Margaret Butler
2112 Shady Point Lane
Brandon, FL 33510

Gwen Lewis
12009 Eldron Street
Spring Hill, FL 34608

Dr. Patrick Vincent
18453 Eastwyck Drive
Tampa, FL 33647

Dr. Nicholas Parvouris
2921 Gulf Blvd.
Belleair Beach, FL 33786

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

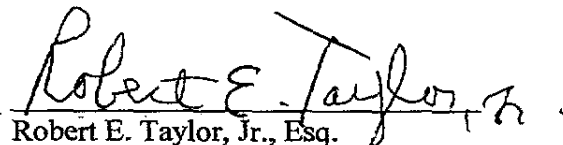
IN compliance with Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the corporation is **Brain Expansions Scholastic Training Program Inc**
2. The name and address of the registered agent is:

**Robert E. Taylor, Jr., Esq.
Law Offices of R.E. Taylor, P.A.
609 W. Azeele Street
Suite B
Tampa, Florida 33606**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: April 29, 2005


Robert E. Taylor, Jr., Esq.