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ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION **OF**

(present name)

Learning PC, Corp.

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FALLAHASSEE, FLORIDA

(Document Num	ber of Corporation (If known)
Pursuant to the provisions of section 607.100 the following articles of amendment to its artic	6, Florida Statutes, this Florida profit corporation adopts les of incorporation:
FIRST: Amendment(s) adopted: (indicate arr	ticle number(s) being amended, added or deleted)
Appointing Mrs. Sonia Celis of 3140 NW treasury in replacement of Mr. Jose Rizzu	72ND AVE - MIAMI FL 33122 as president and uto, effective on May 09, 2003.
Appointing Mrs. Sonia Celis as Registered Agent in replacement of M	of 3140 NW 72ND AVE - MIAMI FL 33122 Ir. Jose Rizzuto, effective on May 09, 2003.
I, Sonia Celis am familiar with the duties, Agent and accept this appointment. Agent and accept this appointment. Sonia Celis	OFFICIAL NOTARY SEAL CINTI-IYA MGRA NOTARY PUBLIC STATE OF FLORIDA MY COMMISSION NO. DD014690 MY COMMISSION EXP. APR. 23,2005

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: N/A

THIRD: T	he date of each amendment's adoption: May 8, 2003		
	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 8 day of May 2003		
Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by			
	the shareholders)		
	OR Control of the con		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Jose Rizzuto		
(Typed or printed name)			
	President / Director		
	(Title)		