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JACKSON L. MORRIS

Attorney at Law  
Admitted in Florida, Georgia and The District of Columbia  
September 13, 2000  
By Express U.S. Mail or Overnight Courier

FILED

00 SEP 18 AM 9:54

DEPT. OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
Department of State - Florida  
409 East Gaines Street  
Tallahassee, FL 32399

Re: I-Academy, Inc.  
a Florida for profit corporation  
Articles of Amendment

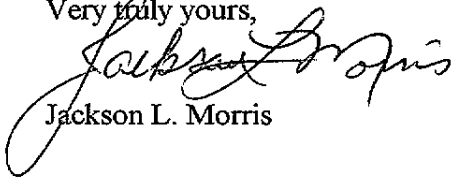
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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find two executed originals of Articles of Amendment for the above-referenced new, for profit corporation and a ~~cashier's or official~~ check for the filing fee and registered agent's fee in the aggregate amount of \$35. Please file the Articles and return one original showing the Division's filing stamp to the undersigned for the company records.

If you should have any questions, please do not hesitate to call me.

Very truly yours,

  
Jackson L. Morris

Amend  
9-27-00  
BHT

Enclosures

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
I-ACADEMY, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1003(6), Fla. Stat., the Florida Business Corporation Act, i-Academy, Inc., a Florida corporation, does hereby amend its Articles of Incorporation, as follows:

1. The name of the corporation is i-Academy, Inc.
2. The Corporation has less than thirty-five stockholders, to wit.: one stockholder who approved this amendment by written consent on September 8, 2000.
3. Article V, Section 2 is amended to reduce to not less than one director the number of directors constituting the Board of Directors; provided, that if the Corporation shall have two stockholders, the number of directors shall be not less than two and if the Corporation shall have three or more stockholders, the number of directors shall be not less than three.

IN WITNESS WHEREOF, the undersigned, President of i-Academy, Inc., has on behalf of the Corporation executed the within Articles of Amendment this 8th day of September, 2000 and caused said Articles to be filed in the office of the Secretary of State for the State of Florida, effective upon the filing thereof.

I-Academy, Inc.

By: 

John V. Whitman, Jr., President