

Katherine Harris, Secretary of State DIVISION OF CORPORATIONS **Electronic Filing Cover Sheet**

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Division of Corporations

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From:

Account Name : CAPITAL CONNECTION, INC.

Account Number : I20000000257

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: (850)224-8870

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BASIC AMENDMENT

UPSCALE TUTORING, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 15, 2000

UPSCALE TUTORING, INC. 229 KATHERINE BLVD, APT 3304 PALM HARBOR, FL 34684

SUBJECT: UPSCALE TUTORING, INC.

REF: P00000105877

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE ADD A SHORT TITLE TO ARTICLE VI. THERE IS NO WAY TO KNOW WHAT POSITION GEORGE ZADOROZNY SHOULD BE ADDED AS.

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) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H00000059980 Letter Number: 300A00058909

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI. SHOULD READ AS: George Zadorozny, president 229 Katherine Blvd, Apt 3304 Palm Harbor FL 34684

Please Correct Spelling of last name. Add as President

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SECOND: 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:

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THIRD: TH	ne date of each amendment's adoption: November 15, 2000	
FOURTH:	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.	
0	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.	
23	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Si	ened this 15th day of November xxy 2000	
Signature _		
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR	
	(By a director if adopted by the directors)	
	OR	
•	(By an incorporator if adopted by the incorporators)	
	Capital Connection, Inc./Incorporators Typed or printed name	
	Office Manager/ Crystal Dugger Outle Outlook	
H0000059980	Title 3	