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August 29, 2001

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

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-08/30/01--01063--020  
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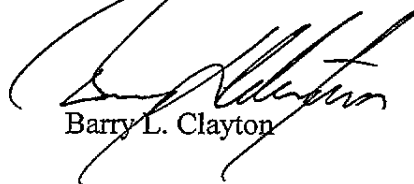
Re: Lake Walden International Academy, Inc.  
Articles of Amendment  
File No. 398.001

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation for the above referenced corporation along with this firm's check for the sum of \$43.75 in full payment of the filing (\$35.00) and certified copy (\$8.75) fees. Please return a certified copy of the Articles of Amendment to Articles of Incorporation to me in the enclosed UPS Next Day Air Letter.

Thank you in advance for your prompt attention to this matter.

Sincerely,

  
Barry L. Clayton

BLC/gb  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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S. PAYNE AUG 31 2001

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
LAKE WALDEN INTERNATIONAL ACADEMY, INC.**

Pursuant to Section 607.1005, Florida Statutes, the Articles of Incorporation for Lake Walden International Academy, Inc. are hereby amended as follows:

1. The name of the corporation is Lake Walden International Academy, Inc. (the "Corporation").

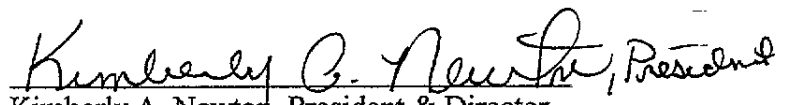
2. Article 1 of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

The name of the corporation is Lake Walden Academy, Inc.

3. The foregoing amendment was adopted on August 27, 2001.

4. The foregoing amendment was approved by the Corporation's Board of Directors and all of its shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval. There is only one voting group of the shareholders entitled to vote separately on the amendment and the number of votes cast for the amendment by the shareholders of that voting group was sufficient for approval.

Dated: August 27, 2001

  
Kimberly A. Newton, President & Director