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LAZARUS CORPORATE FILING SERVICE

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FILED
2002 APR 11 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CAUQUEN ADVENTURE TRAVEL AND
(Corporation Name) (Document #)

2. TOURS, INC.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

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*****35.00 *****35.00

N.C.
C. Coulllette APR 11 2002

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
2002 APR 11 PM 12:08
CLERK OF SUPREME COURT
TALLAHASSEE, FLORIDA

PURSUANT T SECTION 607.1006, FLORIDA STATUES, THE UNDERSIGNED CORPORATION
ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCOPORATION.

THE NAME OF THE CORPORATION IS:

CAUQUEN ADVENTURE TRAVEL AND TOURS, INC.

AMENDMENT ARTICLE I

THE NAME OF THE CORPORATION IS CHANGED TO:

FLORIDA EDUCATIONAL MARKETING, INC.

THIS ARTICLE OF AMNEDMENT WAS ADOPTED ON THE 10 DAY OF
APRIL 2002 THE CORPORATION HAS ONLY ONE GROUP OF VOTING
STOCK. THIS AMENDMENT WAS APPROVED BY THE SHAREHOLDERS, THE NUMBER OF
VOTES CAST FOR AMENDMENT WAS SUFFICIENT FOR APPROVAL.

CAUQUEN ADVENTURE TRAVEL AND TOURS, INC.
CORPORATION NAME

Charles Gregg Golding
SIGNATURE

CHARLES GREGG GOLDING
PRINT NAME AND TITLE
PRESIDENT