P02000098220

DIVISION OF CORPORATION PM 3

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Starter Skills, Inc.
8317 Front Beach Rd.
Promenade Shopping
Mall, Suite 34-C
Panama City Beach, Fl.
32408

June 2, 2003

Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL. 32314

Dear Sir or Madam:

Enclosed are the Articles of Amendment to change the corporate name from Starter Books, Inc., to Starter Skills, Inc. Also enclosed is the new address (above). Our new phone numbers are: (850)-233-3984; (850)-233-3954 (also fax). Please call or write if you have any questions.

Sincerely,

Judith C. Krepsky, Ph.D.,

ster C. Krysly

C.E.O.

Phone: (850)-233-3984

(850)-233-3954

Website: www.starterskills.com



Can I email?

FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 19, 2003

JUDITH C. KREPSKY, PH.D. STARTER SKILLS, INC. 8317 FRONT BEACH RD., STE. 34-C PANAMA CITY, FL 32408 2nd mailing

SUBJECT: STARTER BOOKS, INC.

Ref. Number: P02000098220

We have received your document for STARTER BOOKS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

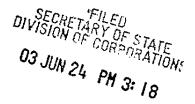
If you have any questions concerning the filing of your document, please call (850) 245-6909.

Velma Shepard Document Specialist

Letter Number: 003A00036076

Rec'd 6/24

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Starter Books, Inc.

(present name)

P02000098220

(Document Number of Corporation (If known)

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 I:

Name change from Starter Books, Inc., to: Starter Skills, Inc.

Article II:

Change the principal place of business address to:

8317 Front Beach Rd.

Promenade Shopping Mall

Unit 34-C

Panama City Beach, Florida 32408

Change the mailing address of the corporation to the same address:

8317 Front Beach Rd.

Promenade Shopping Mall

Unit 34-C

Panama City Beach, Florida 32408

Change business phones to:

(850)-233-3984

(850)-233-3854 (also fax).

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:

THIRD: T	he date of each amendment's adoption: May 27, 2003	
	Adoption of Amendment(s) (CHECK ONE)	
Ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
ū	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"	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
٥	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	Signed this 2nd day of June , 2003	
Signature X Judite Classe		
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
(By a director if adopted by the directors)		
OR		
(By an incorporator if adopted by the incorporators)		
	Judith C. Krepsky, Dr. (Typed or printed name)	
C.E.O.		
	(Title)	