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CHAMPIONS LEARNING CENTER, INC.

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'August 23, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

CHAMPIONS LEARNING CENTER, INC. 5835 UNIVERSTIY DR

SUBJECT: CHAMPIONS LEARNING CENTER, INC.

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P.O BOX 6327 - Tallahassee, Florida 32314

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Articles of Amendment

Articles of Incorporation (Name of corporation as currently filed with the Florida Dapa, of State) Pursuant to the provisions of section 607.1006, Floride Statutes, this Floride Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (if changing): (Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "ins.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.") AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) BOARD OF DIRECTORS **℃.** 53321 (Attach additional pages if necessary) If an amendment provides for exchange, reclessification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (If not applicable, indicate N/A)

(continued)

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The date of each amendment(s) adoption: 8/21/06	
Effective dute if applicable: (no more than 90 days after amendment file date)	
Adoption of Amendment(s) (CHECK QNE)	
The emendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.	
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.	
The amendment(s) was were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signature (By a director, prisident or either officer - if directors or officers have not been selected by an incorporator - if if the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)	S. **
(Typed or primed name of person algoing) President	
(Title of person signing)	

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