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Michael L. Buckner President legalmlb@acl.com

October 7, 2003

## VIA EXPRESS MAIL

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

Dear Sir or Madame:

This letter is intended to follow-up the filing of the Articles of Incorporation (filed May 9, 2003) and Filing Amendment for Authorization to Transact Business in Florida (dated September 16, 2003) by Collegiate Solutions, Inc. Specifically, I have enclosed the Articles of Amendment to Articles of Incorporation for Collegiate Solutions, Inc., and a check for \$43.75 to cover the filing fee and a certified copy of the Amendment (an extra copy of the Amendment is enclosed). The Amendment's purpose is to properly file an amendment to the corporate name of the company, and seeks to replace the Filing Amendment for Authorization to Transact Business in Florida, which was rejected by the Division. Please contact me at the address listed below, if you need additional information.

Sincerely,

Michael L. Buckner

MLB/ Enclosures

FILED SECRETARY OF STATE DIVISION OF CORPORATION

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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Collegiate Solutions, Inc.	
(present name)	
P03000051611	
(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)

The Articles of Incorporation dated May 7, 2003, is hereby amended as indicated below:

1. The title of the Articles of Incorporated is hereby amended by adding the word "Proactive" between the words "Collegiate" and "Solutions" on the third line of the title as shown below:

## ARTICLES OF INCORPORATION OF COLLEGIATE PROACTIVE SOLUTIONS, INC.

2. Article I of the Articles of Incorporated is hereby amended by adding the word "Proactive" between the words "Collegiate" and "Solutions" on the second line of Article I as shown below:

The name of this corporation shall be:

COLLEGIATE PROACTIVE SOLUTIONS, INC.

**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:	The date of each amendment's adoption: October 7, 2003
FOURT	I: 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.
	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)
<del>,</del>	
Ł	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.
	Signed this 7 day of October 2003
Signature	Thinks of Delmes
orginaturo,	(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)
	(2) an incorporator if adopted by the medipolators)
	Michael L. Buckner
	(Typed or printed name)
	Director
	(Title)