

PO3000110350

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

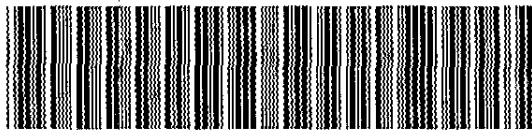
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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500040134185

Amend

08/23/04 -01019- -014 **35.00

RECEIVED
04 AUG 23 AM 10:16
STATE DEPARTMENT OF REVENUE
DIVISION OF REGISTRATIONS
TALLAHASSEE, FLORIDA

FILED
04 AUG 23 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 8/23/04

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

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

- 1. J&A LEARNING, CORP.
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

J & A LEARNING, CORP.

FILED
04 AUG 23 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the members of the board of directors and corporate officers are:

AURORA E. NIEBLA
10271 SW 92ND TERRACE
MIAMI, FL 33176

PRESIDENT, SECRETARY,
TREASURER AND DIRECTOR

NEW REGISTERED AGENT

AURORA E. NIEBLA
10271 SW 92ND TERRACE
MIAMI, FL 33176

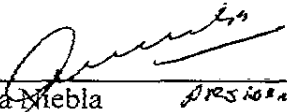
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption is August 19, 2004.

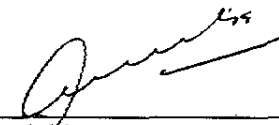
FOURTH: Adoption of the Amendment

The amendment was adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

Signed this 19th day of August 2004.

+ 
Aurora Niebla President

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

+ 
Aurora Niebla