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DEPARTMENT OF STATE  
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TALLAHASSEE, FLORIDA

*Handwritten signature*  
C. Coulllette AUG 01 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 515576 10764A

AUTHORIZATION :

COST LIMIT : \$ PPD

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ORDER DATE : August 1, 2005

ORDER TIME : 9:32 AM

ORDER NO. : 515576-005

CUSTOMER NO: 10764A

CUSTOMER: Jeffrey P. Brock, Esq  
Smith, Hood, Perkins, Loucks,  
Suite 900  
444 Seabreeze Boulevard  
Daytona Beach, FL 32118  
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DOMESTIC AMENDMENT FILING

NAME: SCHOOL OF REAL ESTATE, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake -- EXT# 2959

EXAMINER'S INITIALS: \_\_\_\_\_

**FIRST AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
SCHOOL OF REAL ESTATE, INC.**

On July 1, 2005, the undersigned, as all the shareholders of School of Real Estate, Inc., a Florida corporation (the Corporation) hereby agree that the following will amend and restate Articles V and VII of the Articles of Incorporation of School of Real Estate, Inc.

**“ARTICLE V**

The name and Florida street address of the registered agent is:

Jeffrey P. Brock, Esq.  
444 Seabreeze Blvd. Ste. 900  
Daytona Beach, Florida, 32118”

**“ARTICLE VII**

The officer(s) and/or director(s) of the corporation are:


President: Bhupinder Sodhi  
2562 S. Atlantic Avenue  
Daytona Beach, FL 32118

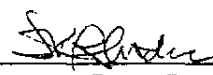
Secretary: Sharon Sodhi  
2562 S. Atlantic Avenue  
Daytona Beach, FL 32118

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TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Amendment, to be effective on the above date.

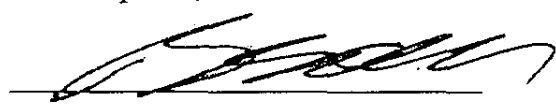
WITNESSES:

  
Print Name: Dale A. Roedger

  
Print Name: SK Rhodes

SHAREHOLDER:

Prime Equities, LLC

  
By: Bhupinder Sodhi, President

**STATEMENT OF ACCEPTANCE OF  
APPOINTMENT AS REGISTERED AGENT**

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Fla. Stat.

Dated: July 1, 2005

  
\_\_\_\_\_  
Jeffrey P. Brock