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Locke Lord Edwards

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Division of Corporations

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHADOW LEARNING, INC.

(DOCUMENT NO. P10000088912)

Shadow Learning, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "FBCA"), does hereby certify that:

1. The name of this Corporation is **Shadow Learning, Inc.**, originally incorporated November 1, 2010 under the name Shadow Communications, Inc., pursuant to the FBCA.

2. The Articles of Incorporation of the Corporation, filed November 1, 2010, as amended by Articles of Amendment filed April 22, 2011 (collectively, the "Articles of Incorporation"), are hereby further amended to delete "ARTICLE 1. Name" in its entirety and substitute the following in lieu thereof:

"ARTICLE I. Name

The name of the Corporation is **Shadow Holding Ventures, Inc.**"

3. The foregoing amendment to the Articles of Incorporation of the Corporation was adopted and approved by the Board of Directors of the Corporation and the Shareholders of the Corporation. The Shareholder vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 9 day of January, 2015, and does hereby certify that the facts stated in these Articles of Amendment to the Articles of Incorporation are true and correct.

Shadow Learning, Inc.

By: 

David Massias

Its:

President