

MAY-11-2009 MON 03:55 PM

Division of Corporations

FAX NO.

P. 00

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Florida Department of State
Division of Corporations
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Division of Corporations
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ATTENTION: KAREN

From:

Account Name : SMITH HULSEY & BUSEY
Account Number : 075030000653
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

STUDENT AWARE, INC.

Certificate of Status	0
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AMENDED & RESTATE
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**ARTICLES OF AMENDMENT AND RESTATEMENT OF
THE ARTICLES OF INCORPORATION OF
STUDENT AWARE, INC.**

- A. The name of the corporation is Student Aware, Inc. (the "Corporation").
- B. The Articles of Incorporation were filed with the Florida Secretary of State on December 13, 1993.
- C. Amendments to the Articles of Incorporation were adopted on March 24 2009, by the sole shareholder and sole member of the Board of Directors of the Corporation in order to (i) increase the number of authorized shares, (ii) update and simplify the provisions of the Articles of Incorporation, and (iii) amend and restate the Articles of Incorporation in their entirety to read as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
STUDENT AWARE, INC.**

ARTICLE I - NAME

The name of this Corporation is Student Aware, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation are 305 SW 140th Terrace, Newberry, Florida 32669.

ARTICLE III - CAPITAL STOCK

The number of shares of capital stock that this Corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock.

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ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Ute Alice von Castel-Dunwoody, 305 SW 140th Terrace, Newberry, Florida 32669.

ARTICLE V - INDEMNIFICATION

Directors and officers of this Corporation may be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator are Ute Alice von Castel-Dunwoody, 305 SW 140th Terrace, Newberry, Florida 32669.

ARTICLE VII - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

D. The sole shareholder of the Corporation was the only person entitled to vote on this amendment and restatement, and the number of votes cast for the amendment and restatement was sufficient for approval by the sole shareholder.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment and Restatement of the Articles of Incorporation this 24 day of March, 2009.

By: Ute Alice von Castel-Dunwoody
Ute Alice von Castel-Dunwoody,
President

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(((H09000114209 3)))CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, Student Aware, Inc., organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the Corporation is Student Aware, Inc.
2. The name and address of the registered agent and office are Ute Alice von Castel-Dunwoody and 305 SW 140th Terrace, Newberry, Florida 32669.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, UTE ALICE VON CASTEL-DUNWOODY HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. UTE ALICE VON CASTEL-DUNWOODY FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HER POSITION AS REGISTERED AGENT.


Ute Alice von Castel-DunwoodyDate: April 24, 2009

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