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FILED
MAY 21 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: St. Ives Management Corp
(Proposed corporate name - must include suffix)

100002531371--8
-05/21/98--01042--001
*****35.00 *****35.00

Enclosed is an original of the articles of amendment for a Florida Corporation.

A check for \$35.00 is enclosed. This represents payment for:

Filing fee.

FROM: John T. Manhire
John T. Manhire

President
(title)

5728 Major Blvd., Suite 266
Address

Orlando, FL 32819
City, State, Zip

(407) 248-6270
Daytime Telephone number

VS MAY 29 1998

N/c

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
ST. IVES MANAGEMENT CORP**

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Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

**ARTICLE I.
AMENDMENT ADOPTED**

**ARTICLE I
NAME**

*The name of the corporation, hereinafter referred to as the "Corporation", is
EDUCATIONAL DYNAMICS GROUP, INC.*

**ARTICLE II.
SHARES**

No amendment provides for an exchange, reclassification or cancellation of issued shares.

**ARTICLE III.
DATE OF ADOPTION**

The date of adoption of the amendment was May 18, 1998.

**ARTICLE IV.
ADOPTION OF AMENDMENT**

The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 19th day of May, 1998.


John T. Manhire
President