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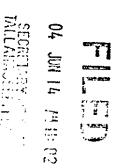
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Luis E. Diaz & Associates, P.A. Attorney and Counselors at Law

4201 Southwest 11th Street Miami, Florida 33134

Telephone: (305) 567-1900 facsimile, (305) 446-1040

June 10, 2004

Attn: Corporate Records Attn: Amendment Department Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation of United National Learning Academy, Inc.

Dear Sir or Madam:

Enclosed please find an original and 1 copy of the Articles of Amendment to the Articles of Incorporation of United National Learning Academy, Inc. along with a check totalling \$35.00 payable to the Secretary of State. Please file same and submit to us a stamped copy in the attached pre-stamped, self-addressed envelope.

If you have any questions, please do not hesitate to call me at (305) 567-1900.

Sincerely, Luis E. Diaz, Esq.

Enclosures

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF UNITED NATIONAL LEARNING ACADEMY, INC.

Pursuant to the provisions of Section 607.1003, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Amendment(s) adopted: MARIA MAINO LECARO is removed as President of the corporation.

Second: LUIS VARGAS is added as President of the corporation.

Third: MARIA MAINO LECARO is added as Vice-President of the corporation.

Fourth: The date of each amendment's adoption: MAY. , 10, 2004.

Fifth: Adoption of Amendment(s):

	The Amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
	The Amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder
x	action was not required. The Amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The Amendment(s) was/were adopted by the shareholders through voting groups.
The	number of votes cast for the amendment(s) was/were

The number of votes cast for the amendment(s) was/were sufficient for approval by ______.

Signed this 10 day of May, 2004.

MARIA MAINO LECARO (Seal)

LUIS VARGAS

Print MARIA MAINDLEGARD Print Luis I laga

lee-treordent Pasident.

Title