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June 21, 2001
Via Federal Express

Florida Department of State
UCC Filing Section
409 E. Gaines Street
Tallahassee, FL 32399

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-06/22/01--01037--001
****101.00 *****35.00
900004436869--5
-06/22/01--01037--002
*****17.50 *****8.75

RE: *Company of Friends, Inc., / Alpha Institute of South Florida, Inc.*

Dear Florida Department of State:

Enclosed herewith please find an original UCC-1 Financing Statement for the above-referenced parties. Please file this document and return the acknowledgment copy to this office.

Also enclosed herein are two Articles of Amendment, one for Company of Friends, Inc., and once for Alpha Institute of South Florida, Inc.. Kindly file each of these and provide us with certified copies of each Amendment.

We have enclosed our check in the amount of \$118.50, [\$31 for the UCC and \$87.50 for the Amendments] to cover the recording cost.

Please return the filed copies to me in the enclosed, self-addressed, stamped envelope and call me if you should have any questions regarding this matter.

Very truly yours,



Natasha C. Wright
Legal Assistant to Carlos J. Berrocal, Esq.

/ncw
Enclosure

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FILED
01 JUN 22 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALPHA INSTITUTE OF SOUTH FLORIDA, INC.

FILED
01 JUN 22 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1006 and 607.0502, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I of the Articles of Incorporation of the Corporation is hereby amended such that Article I shall read in its entirety as follows:

The name of this corporation is:

Student Collections Corporation

2. The foregoing Amendment was adopted by the sole Director without shareholder action and shareholder action was not required.

3. The date of this Amendment's adoption is June 12, 2001.

IN WITNESS WHEREOF, the undersigned Director of the Corporation has executed these Articles of Amendment on the 12 day of June, 2001.



KEITH R. FINGERHUT
Sole Director