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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF HOMEWORK HELPERS, INC.



1. Article I of the Articles of Incorporation of Homework Helpers, Inc., a Florida corporation, is hereby amended so as to read as follows:

ARTICLE I

NAME

The name of the for-profit corporation is Leaping Learners, Inc. (the "Corporation").

2. The foregoing amendment was adopted by all of the shareholders and all of the directors of this Corporation pursuant to Section 607.1003 of the Florida Statues, on the 25 day of April, 2002 and the number of votes cast for the amendment were sufficient for approval.

Dated this 25 day of April, 2002

Judith Erro, President