

SCHULTE & BISBING

A PROFESSIONAL ASSOCIATION
FIRST UNION FINANCIAL CENTER

SUITE 2410

200 S. BISCAYNE BOULEVARD

MIAMI, FLORIDA 33132-2311

TELEPHONE (305) 377-1330

FAX (305) 377-2797

P98000085614

WRITER'S DIRECT NO.

377-1572

November 17, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Study 24/7, Inc.

Gentlemen:

400002692524--4
-11/20/98-01027-014
*****35.00 *****35.00

Enclosed herewith for filing are Articles of Amendment to the Articles of Incorporation of Study 24-7, Inc. The amendment is intended to change the name of the corporation from Study 24/7, Inc. to Study 24-7, Inc. A copy of the articles of amendment is enclosed to be stamped and return to me.

Also enclosed is a check in the amount of \$35.00 to cover the amendment fee.

If you have any questions regarding this matter, please feel free to contact me.

Very truly yours,

Steven A. Schultz

SAS/md
Enclosures
cc: Mr. Craig Green
F:\WORK\SCHULTZ\STUDY\SECOFST.002

FILED
98 NOV 20 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P98000085614
NC 208
208 11-20-98
AM

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
STUDY 24-7, INC.**

Pursuant to the provisions of section 607.1006, 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 is hereby amended to read as follows:

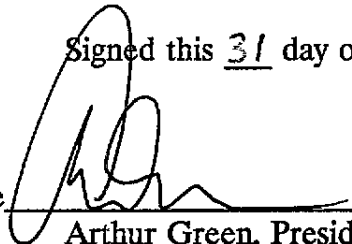
The name of this corporation shall be STUDY 24-7, Inc., and the principal place of business and mailing address of this corporation shall be 20533 Biscayne Boulevard, Suite 402, Aventura, Florida 33180. The corporation has the privilege of having branch offices within or without the State of Florida.

2. The date of the foregoing amendment's adoption was October 9, 1998.

3. The foregoing amendment was unanimously approved by the shareholders and directors of the Corporation on October 9, 1998, in accordance with §607.0704 and §607.0821 of the Florida Statutes.

Signed this 31 day of October, 1998.

Signature


Arthur Green, President and director
of Study 24-7, Inc.

FILED
98 NOV 20 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA