

P99000108061

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000013078 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4000

From:

Account Name : SHACKLEFORD, FARRIOR, STALLINGS & EVAN

Account Number : I19990000047

Phone : (813) 273-5046

Fax Number : (813) 273-5145

BASIC AMENDMENT

CLASSLEADER, INC.

Certificate of Status	0
Certified Copy	1
Page Count	2
Estimated Charge	\$35.00

Amendment

FILED
00 MAR 23 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAR 23 PM 2:30
DIVISION OF CORPORATIONS

FILED
00 MAR 23 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CLASSLEADER, 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:

FIRST: Article IV of the Articles of Incorporation of the Corporation is hereby amended and restated in its entirety to read as follows:

ARTICLE IV

CAPITAL STOCK AND DIVIDENDS

The amount of Capital Stock authorized shall consist of five million (5,000,000) shares of common voting stock having a par value of Ten Cents (\$0.10) per share which may be issued for consideration consisting of any tangible or intangible property or benefit to the Corporation, including but not limited to cash, promissory notes, labor or services performed, promises to perform labor or services evidenced by written contract, or other securities of the Corporation, which the Board of Directors of the Corporation determines is adequate. The Capital Stock of the Corporation may be increased or decreased at any time as provided by the laws of the State of Florida.

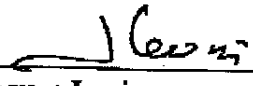
The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash or in other property to the extent permitted by the Florida Business Corporation Act, as in effect from time to time. The Corporation may declare and pay dividends payable in shares of the Capital Stock of the Corporation. Shares of one class or series of Capital Stock of the Corporation may be issued as a share dividend in respect of shares of another class or series of Capital Stock of the Corporation.

SECOND: The date of this amendment's adoption is March 22, 2000.

E000000013078 1

THIRD: The foregoing amendment was unanimously adopted by vote of the directors and shareholders, which was sufficient for approval.

Signed this 22nd day of March, 2000, in Ft. Lauderdale, Florida.

Signature 
Name: Jacques Levin
Title: President

SF300261