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BASIC AMENDMENT

AMERICAN SOCIETY FOR CONTINUING EDUCATION, INC.

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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
AMERICAN SOCIETY FOR CONTINUING EDUCATION, INC.

Pursuant to Section 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of the American Society for Continuing Education, Inc. (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is American Society for Continuing Education, Inc.

SECOND: Article I, entitled Name, is hereby amended in its entirety to read as follows:

"The name of this Corporation is Brandon Education Corporation."

THIRD: The foregoing amendment was duly adopted by the sole shareholder and all of the members of the board of directors of the Corporation on March 30, 2000.

FOURTH: The number of votes cast for the amendment by the shareholder of the Corporation constitutes a sufficient number of votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment as of the 30th day of March, 2000.


Irene Weinerman, President

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Lester E. Segal, Esq.
Holland & Knight LLP
PO Box 1288
Tampa, FL 33601
(813) 227-8500
Bar #062175
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