



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

VOYAGER EXPANDED LEARNING, INC.
FILE NO. 130887100

ARTICLES OF AMENDMENT

JUNE 5, 1995



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 17, 2001.

Henry Cuellar
Secretary of State DAE

TRADEMARK

REEL: 002379 FRAME: 0841

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FILED
In the Office of the
Secretary of State of Texas

JUN 5 1995

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
VOYAGER EXPANDED LEARNING SYSTEMS, INC.**

Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I.

The name of the corporation is **VOYAGER EXPANDED LEARNING SYSTEMS, INC.**

ARTICLE II.

The following amendment to the corporation's Articles of Incorporation was adopted by the shareholders of the corporation on May 25, 1995:

ARTICLE ONE of the Articles of Incorporation is amended and restated to read as follows:

"ARTICLE ONE

Name

The name of the corporation is **Voyager Expanded Learning, Inc.**"

ARTICLE III.

The number of shares of the corporation outstanding at the time of such adoption was 2,500,000 shares of Common Stock and no shares of Preferred Stock; and the number of shares entitled to vote thereon was 2,500,000.

ARTICLE IV.

The holders of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing adopting said amendment, pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given.

DATED: May 25, 1995.

VOYAGER EXPANDED LEARNING SYSTEMS, INC.

By: 
Randy Best, President