

FILED 1100000 3096

Florida Department of State
Division of Corporations
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(((H14000112550 3)))



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To: Division of Corporations
Fax Number : (850) 617-6380

RE-SUBMIT

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Please return original filing date of submission 5/12

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
CAMBIUM EDUCATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	086
Estimated Charge	\$35.00

12th

FILED
14 MAY 12 PM 5:00

None Change

Electronic Filing Menu Corporate Filing Menu Help

05/14/14



May 13, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CAMBIUM EDUCATION, INC.
4093 SPECIALTY PLACE
LONGMONT, CO 80504US

SUBJECT: CAMBIUM EDUCATION, INC.
REF: F11000003096

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

PLEASE CORRECT THE DATE IN SECTION #4 OF THE APPLICATION TO READ:
12/31/13.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell
Regulatory Specialist II

FAX Aud. #: H14000112550
Letter Number: 514A00010289

RE-SUBMIT

Please retain original filing
date of submission 5/12

RECEIVED
14 MAY 13 AM 8:05
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)**

**SECTION I
(1-3 MUST BE COMPLETED)**

F11000003096
(Document number of corporation (if known))

FILED
14 MAY 12 PM 5:00

- 1. Cambium Education, Inc.
(Name of corporation as it appears on the records of the Department of State)
- 2. Colorado
(Incorporated under laws of)
- 3. 07/28/2011
(Date authorized to do business in Florida)

**SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/31/2013

5. Voyager Sopris Learning, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael Jones
(Typed or printed name of person signing)

Vice President
(Title of person signing)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Voyager Sopris Learning, Inc. a Corporation incorporated under the laws of the state of Colorado, does hereby appoint Kimberly Baggett, Lisa Dubois, and Michael Jones, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes authorized herein.


The Corporation, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's name, as related to the qualification on file with a state, as directed and authorized by the Corporation.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Kimberly Baggett, Lisa Dubois, and Michael Jones shall exercise the power of Vice President, Secretary, Manager, and/or Member.

This Power of Attorney expires when revoked by the undersigned

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this May 2, 2014

Voyager Sopris Learning, Inc.
A Colorado Corporation

By: 
Name: Todd W. Buchardt
Title: General Counsel

State of Texas
County of Dallas

On May 2, 2014 before me, the undersigned, a Notary Public in and for said State, personally appeared Todd W. Buchardt personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me he/she/they executed the same in his/her/their authorized capacity (ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed this instrument.

Witness my hand and official seal.

 5-2-14
Marsy Powell, Notary Public





STATE OF COLORADO

**DEPARTMENT OF
STATE**

CERTIFICATE

I, SCOTT GESSLER, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT ACCORDING TO THE RECORDS OF THIS
OFFICE, ARTICLES OF AMENDMENT WERE FILED ON DECEMBER 27, 2013
WITH A DELAYED EFFECTIVE DATE OF DECEMBER 31, 2013, CHANGING
THE ENTITY NAME OF

CAMBIUM EDUCATION, INC.
(COLORADO CORPORATION)

TO

VOYAGER SOPRIS LEARNING, INC.
(COLORADO CORPORATION)

Dated: May 02, 2014

A handwritten signature in cursive script, appearing to read "Scott Gessler", is written over a horizontal line.

SECRETARY OF STATE

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Voyager Sopris Learning, Inc.

is a Corporation formed or registered on 01/17/1997 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19971008216.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 05/01/2014 that have been posted, and by documents delivered to this office electronically through 05/02/2014 @ 13:59:44.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 05/02/2014 @ 13:59:44 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8839815.



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/bj/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."