Elaine N. Walker, Secretary of State		Secretary of Received and 2/3/2011	L906 0748832 Elaine N. Walker Secretary of State Received and Filed 2/3/2011 3:19:27 PM Fee receipt: \$10.00	
Elaine N. Walker Secretary of State P. O. Box 718 Frankfort, KY 40602-0718 (502) 564-3490 http://www.sos.ky.gov	Statement of Change of Principal Office Address		POC	

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

Proven Learning, LLC

which is organized in the state of Kentucky, and for that purpose submits the following statements:

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1. Address of current principal office	2. Principal office is hereby changed to:	
3912 McGarry Dr. Lexington, KY 40514	2532 Regency Road #101 Lexington, KY 40503	
3. Signature of officer or chairman of the board		
Richard Keith Frank, Chief Executive Officer Signature and Title		
Type or print name and title		
2/3/2011 3:19 PM Date	WE FA	
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