

AMENDMENT NUMBER 1
CORPORATE ARTICULATION AGREEMENT

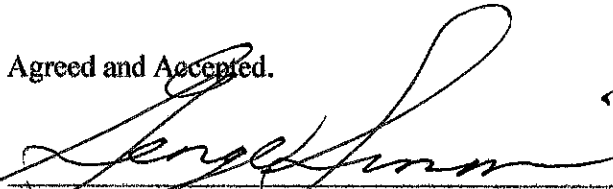
This Amendment Number 1 to the Corporate Articulation Agreement ("Amendment") hereby amends the Corporate Articulation Agreement between the University of Phoenix, Inc. and Stautzenberger College dated September 29, 2010 ("Agreement") as more fully described below.

1. Paragraph 1.1 of the Agreement is hereby deleted and replaced with the following:

1.1 For purposes of this Agreement, Organization shall include its other two campuses: Stautzenberger Institute, located at 6630 Southfield Rd., Allen Park, Michigan 48101 and Stautzenberger College located at 8001 Katherine Blvd., Brecksville, Ohio 44141.

2. Except as amended herein, the terms and conditions in the Agreement shall remain and continue in full force and effect.
3. This Amendment may be executed in one or more counterparts, a copy or facsimile of a signature will be deemed an original, all of which shall constitute the Agreement.
4. Each person affixing his or her signature to this Amendment represents that he or she has the authority to do.
5. This Amendment shall be effective as of date both parties have signed this Amendment below.

Agreed and Accepted.


George Simon
President

1-12-11
Date

Evelyn Gaskin
Vice President University Services
University of Phoenix, Inc.

Date