

P05000034048

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04/03/06--01017--024 **52.50

06 APR -3 AM 11:00
SECURE LANTANA STATE
TALLAHASSEE, FLORIDA

FILED

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Adaptive Assessment Services, Inc

DOCUMENT NUMBER: P05000034048

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kenneth James Jr. EVP/COO
(Name of Contact Person)

Adaptive Assessment Services, Inc.
(Firm/ Company)

P.O. Box 2969
(Address)

Jacksonville, FL 32203
(City/ State and Zip Code)

For further information concerning this matter, please call:

Kenneth James Jr at (904) 613-3818
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Adaptive Assessment Services Inc

(Name of corporation as currently filed with the Florida Department of State)

FILED
06 APR -3 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P05000034048

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

There is only one amendment and that is Article VII

Damon U Bryant, President CEO

Address: 2377 San Jacinto Rd, Lewisville, TX 75067

Kenneth James Jr., Executive Vice President/ COO (Same Address)

Marcus K. Yancey, SVP Sales and Finance

Address: 3948 Adamsville Drive S.W., Atlanta, GA 30331

William Thornton, SVP Educational Testing

Address: 2517 Marina BLVD, Grand Prairie, TX 75054

Leonard M. Bethea, Chief Technology Officer

(Attach additional pages if necessary)

~~If an amendment provides for a stock exchange, reclassification, or cancellation of issued shares, provide for implementing the amendment if not contained in the amendment itself. If not applicable, insert "N/A"~~

Leonard Address: 4427 Dolphin Dr. Tampa, FL 33617

Larry Davis, SVP Research Design and Product App

Address: 1700 Circe Lake CT. Orlando, FL 32826

(continued)

The date of each amendment(s) adoption: 12/09/05

Effective date if applicable: 3/29/06
(no more than 90 days after amendment file date)

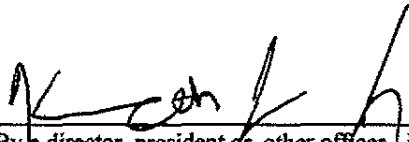
Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____."
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


(By a director, president or other officer if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Kenneth James Jr.

(Typed or printed name of person signing)

Executive Vice President/ COO

(Title of person signing)

FILING FEE: \$35