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- OF COUNSEL -

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August 29, 2000

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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ATTENTION: Amendment Division

Re: Teacher Support Software, Inc.

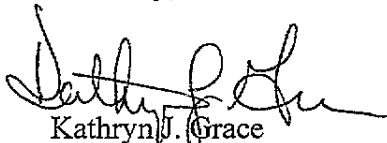
Dear Sirs/Madams:

Enclosed is the following document, in duplicate, for filing regarding the above corporation.

1. Articles of Amendment w/ attachment

Also enclosed is a check in the amount of \$ 35.00 to cover filing fees. If there are any questions, please contact our office.

Sincerely,



Kathryn J. Grace
Assistant to W. Wesley Marston

/k/jg

Enclosures: a/s

FILED
00 SEP - 1 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MC

ARTICLES OF AMENDMENT

TEACHER SUPPORT SOFTWARE, INC., a Florida corporation, under the corporate seal and the hands of its President and Secretary, hereby certify that:

The attached Statement of Intention of Stockholders and Directors of **TEACHER SUPPORT SOFTWARE, INC.**, to Change Corporate Name is executed by all of the stockholders and directors of the said corporation and thereby manifests their intention that the name of the said corporation be changed from **TEACHER SUPPORT SOFTWARE, INC.**, to **BIG PINE SOFTWARE, INC.**, effective **July 1, 2000**.

IN WITNESS WHEREOF, said corporation has caused these Articles of Amendment to be signed in its name by its President and its corporation seal to be thereunto affixed and attested by its Secretary, the 28th day of JUNE, 2000.

TEACHER SUPPORT SOFTWARE, INC.

ATTEST:

BY:

John Jinks
JOHN JINKS, President

BY:

Lynn H. Domenech
LYNN H. DOMENECH, Secretary

STATE OF FLORIDA
COUNTY OF ALACHUA

FILED
00 SEP -1 AM 10:28
TALLAHASSEE
SECRETARY OF STATE
RECORDS

This day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, John Jinks, as President, and Lynn H. Domenech, as Secretary, of **TEACHER SUPPORT SOFTWARE, INC.**, a Florida corporation, who are personally known to me, and acknowledge before me that they executed the above and foregoing Articles of Amendment as such officers for and on behalf of said corporation, after having been duly authorized so to do and affixed the corporate seal of said corporation thereof.

WITNESS, my hand and official seal on this 28th day of JUNE, 2000, at Gainesville, Florida.



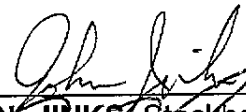
W. Wesley Marston
MY COMMISSION # CC624989 EXPIRES
March 15, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

W. Wesley Marston
Notary Public
My Commission Expires:

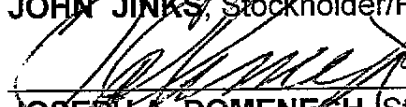
**STATEMENT OF INTENTION OF
STOCKHOLDERS AND DIRECTORS OF TEACHER SUPPORT
SOFTWARE, INC.
TO CHANGE CORPORATE NAME TO
BIG PINE SOFTWARE, INC.**

Pursuant to Section 607.181(3), Fla. Stat., the undersigned, **JOHN J. JINKS**, **JOSEPH A. DOMENECH**, and **LYNN H. DOMENECH**, constituting all of the Stockholders and Directors of **TEACHER SUPPORT SOFTWARE, INC.**, a Florida corporation, eligible to vote, hereby manifest their intention that an Amendment to the Articles of Incorporation be adopted to change the name of the said corporation from **TEACHER SUPPORT SOFTWARE, INC.** to **BIG PINE SOFTWARE, INC.**, effective July 1, 2000.


Dated this 28TH day of JUNE 2000.



JOHN JINKS, Stockholder/President



JOSEPH A. DOMENECH, Stockholder



LYNN H. DOMENECH, Secretary/Treasurer