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Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
NASE WORLDWIDE, INC.**

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**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
NASE WORLDWIDE, INC.**

1. The name of the corporation is NASE WORLDWIDE, INC.
2. Article IV of the corporation's Articles of Incorporation is hereby amended in

its entirety to read as follows:

**ARTICLE IV**

**Capital Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 5,000 shares of voting common stock having a par value of \$.01 per share and 5,000 shares of non-voting common stock having a par value of \$.01 per share. Shares of voting common stock and non-voting common stock shall be identical in all respects except that the non-voting common stock shall not have any voting rights, except to the extent required by law.

3. The date of the amendment's adoption is January 14, 2010.
4. The amendment was unanimously adopted by all directors and all the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned President has signed these Articles of Amendment this 14 day of January 2010.

**NASE WORLDWIDE, INC.**

By: \_\_\_\_\_

David H. Weisman

Its Chief Executive Officer

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