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Book Rate Monitor, Inc

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
OF
BANK RATE MONITOR, INC.

(By vote of Shareholders)

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation hereby adopts these Articles of Amendment.

FIRST: The name of the Corporation is Bank Rate Monitor, Inc.

SECOND: The Articles of Incorporation of this Corporation are amended by changing the first paragraph of Article III so that, as amended, said paragraph shall read as follows:

> This corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which this corporation is authorized to issue is two million seventy thousand (2,070,000) shares, of which two million (2,000,000) shall be Common Stock, par value $.001 per share (the "Common Stock") and seventy thousand (70,000) shall be Preferred Stock, par value $.01 per share, all of which shall be designated Series A Preferred Stock (the "Series A Preferred").

THIRD: Each share of Common Stock which was issued and outstanding immediately prior to the execution of these Articles of Amendment is hereby changed and converted, without any action on the part of the holder hereof, into ten (10) shares of Common Stock.

FOURTH: The Amendment to the Articles of Restatement of the Corporation set forth above was adopted by the Board of Directors on the 30th day of July, 1997.

FIFTH: The Amendment was approved by the shareholders on the 30th day of July, 1997. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

Signed this 26 day of August, 1997

BANK RATE MONITOR, INC.

BY: Peter C. Morse
Peter C. Morse, Chairman