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COMPUTER & CYBERLAW  
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CONTRACT LAW

April 22, 1999

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
P.O. Box 6327  
Tallahassee, Florida 32314

500002852075--2  
-04/26/99-01135-005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

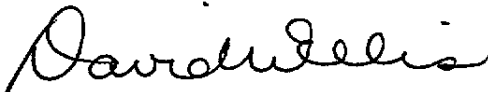
Re: QUIZWARE, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Amendment for the above-captioned Florida corporation. Also enclosed is our check to cover the applicable filing fee.

Please file the enclosed Articles of Amendment and return a copy to the undersigned.

Very truly yours,



David R. Ellis

DRE:kow

Enclosures

cc: Mr. Thomas Teague  
QUIZWARE, INC.

FILED  
99 APR 26 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

See 5/3

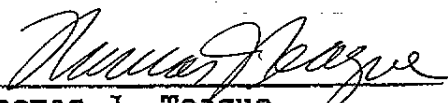
**ARTICLES OF AMENDMENT  
OF  
QUIZWARE, INC.**

**FILED**  
99 APR 26 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being Chairman, President and CEO, and Secretary-Treasurer, respectively, of the above-captioned Corporation organized under the laws of the State of Florida, hereby certify that the Corporation has amended its Articles of Incorporation on MARCH 17, 1999 by written statement in lieu of a special meeting of the Shareholders and Directors in accordance with the provisions of Chapter 607 of the Florida Statutes. Pursuant thereto, the maximum number of authorized shares of stock in the corporation is hereby changed to:

One Million (\$1,000,000) Shares of Class A Common Stock with a par value of \$0.01 per share.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on the date set forth below.

  
Thomas J. Teague  
Chairman, President and CEO

MARCH 17, 1999  
Date

  
Horton Townes  
Secretary/Treasurer