## 99000011986

## ~ Test Prep Systems, Inc. ~

formerly Teaching Essentials Corporation ~ 1831 NW 13th St. Suite 8 ~ Gainesville, FL 32609 ~ 352-375-1902 ~ 352-375-1904 (fax) ~

To:

Division of Corporations

From: Laura Bresko

Re:

Name Change and Address Change for Teaching Essentials Corporation

Date: December 12, 2000

I have enclosed an amendment to the Articles of Incorporation for Teaching Essentials Corporation changing our name to Test Prep Systems, Inc.

Additionally, our corporate offices have moved from 909A Miramar St., Cape Coral, FL 33904 to 1831 NW 13th St. Suite 8, Gainesville, FL 32609.

Please make the appropriate changes and then send me a certified copy of the amendment as well as a certificate of status. I have enclosed a check for \$\$52.50 to cover these requests.

I can be reached at 352-375-1902, which is the main number for the corporation, if there are any questions.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

00 DEC 15 PM 12: 31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Teaching Essentials Corporation
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 shall be amended as follows:
The name of the corporation shall be changed from Teaching Essentials Corporation to Test Prep Systems, Incorporated.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: September 5, 2000.
FOURTH	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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
	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.
	Signed this 12 day of December, 2000.
Signatur	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Laura L. Bresko Typed or printed name
	President