

Answers CORP  
Form 8-K  
September 15, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **September 11, 2008**

**Answers Corporation**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**1-32255**  
(Commission File Number)

**98-0202855**  
(IRS Employer Identification No.)

237 West 35<sup>th</sup> Street

Suite 1101

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New York, NY 10001

(Address of Principal Executive Offices)

646-502-4777

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03 Amendments to Certificate of Incorporation or Bylaws; Change in Fiscal Year.**

On September 11, 2008, the Company filed a Certificate of Amendment to its Certificate of Incorporation increasing its authorized number of shares of common stock from 30,000,000 to 100,000,000. The Certificate of Amendment was approved by the Company's stockholders at its annual meeting on September 9, 2008. The Certificate of Amendment is filed herewith as Exhibit 3.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

3.1 Certificate of Amendment to Certificate of Incorporation of Answers Corporation.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ANSWERS CORPORATION

By: */s/ Caleb A. Chill*  
Caleb A. Chill  
VP General Counsel &  
Corporate Secretary

Dated: September 15, 2008