

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Adelson Scott Joseph</u> (Last) (First) (Middle) <u>1930 CENTURY PARK WEST</u> (Street) <u>LOS ANGELES CA 90067</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/13/2006</u>	3. Issuer Name and Ticker or Trading Symbol <u>QAD INC [qadi]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>04/24/2006</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	500 ⁽¹⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. The original Form 3 was filed 4/24/2006 reporting direct ownership of 500 shares. Based on erroneous information, a Form 3A was filed on 5/11/2007 amending the Form 3 filed on 4/24/2006 and reporting direct ownership of 1,000 shares. This Form 3A is being filed to confirm that the originally reported direct ownership of 500 shares was correct as Scott Joseph Adelson has been the beneficial owner of 500 shares of common stock at all times since the filing of the Form 3 on 4/24/2006, other than such additional shares as have been reported on subsequently filed Form 4s and Form 5s. This amendment does not affect the information in Table II of the original Form 3.

Betty Weinert, Attorney in
Fact for Scott Joseph Adelson 04/08/2010

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.