



565945

ACCOUNT NO. : 072100000032

REFERENCE : 215272 4305845

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia Pyjette

ORDER DATE : January 8, 1997

ORDER TIME : 9:55 AM

ORDER NO. : 215272-010

CUSTOMER NO: 4305845

000002055450--7

CUSTOMER: Mr. Joshua Feldman
Willkie, Farr & Gallagher
153 East 53rd Street
One Citicorp Center
New York, NY 10022

DOMESTIC AMENDMENT FILING

NAME: CRC PRESS, INC.

EFFECTIVE DATE:

X ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

N HENDRICKS JAN 13 1997

CONTACT PERSON: GLS

EXAMINER'S INITIALS: _____

FILED
97 JAN 13 PM 1:45
RECEIVED
97 JAN 13 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

File

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CRC PRESS, INC.

FILED
97 JAN 13 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following articles of amendment to its Articles of Incorporation.

It is hereby certified that:

1. The name of the corporation is CRC Press, Inc. (the "Corporation").

2. The Articles of Incorporation of the Corporation are hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following Article:

"The name of this corporation is: TMP Holdings, Inc."

3. The date of adoption of the amendment was January 8, 1997.

4. The amendment is effective upon filing.

5. The amendment was unanimously approved by the board of directors and was adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation as of January 8, 1997.

CRC PRESS, INC.

By: James Ambrose
Name: James Ambrose
Title: Secretary