417 E. Virginia Street, Suite 1 • Tallahassee, Florida 3230. (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Walk-In

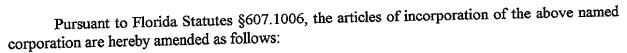
ARTICLES OF AMENDMENT

SO DEL 10 M S. 48

OF

PROFESSIONAL EMPLOYERS GROUP, INC.

a Florida corporation



1. Article numbered "FOURTH:" of this Corporation shall be amended to read as follows:

"FOURTH: The capital of this Corporation shall consist of Ten Million (10,000,000.00) shares of authorized common stock, having no par value, and there shall be no other class of stock except as expressly provided in these Articles."

shall be no other class of stock except a	s expressly provided in these Articles.
2. That the Amendment was approaction by unanimous written consent of Sha	wed by all of the Shareholders and Directors by an archolders and Directors on the 19 ²⁵ day of
Dated: November 19, 1998	Virginia A. Dorris, President
	Dori A. Rath, Secretary
STATE OF FLORIDA COUNTY OF MANATEE	
The foregoing instrument was acknow 1998, by VIRGIN Inc., who is personally known to me or whether the state of the state	ledged and sworn to before me this /941 day of IA A. DORRIS, President of Professional Employers, ho has produced as
identification.	Jelen Mazzei NOTARY PUBLIC Printed Name: Eileen MAZZei

MY COMMISSION EXPIRES:



STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was a November 1998, by D who is personally known to me or who h	Old II Idilia beerem.	efore me this /// day of Professional Employers, Inc., as identification.
•	NOTARY PUBLIC Printed Name: Elect	<i>V (</i>)

MY COMMISSION EXPIRES:



EILEEN MAZZEI Comm. No. CC 725121 My Comm. Exp. Mar. 16, 2002 Bonded thru Pichard Ins. Agcy.