

M70864

CAPITAL CONNECTION, INC

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Professional Employers
Group, Inc.

100002708441--6
-12/10/98--01019--006
*****43.75 *****43.75

Art of Inc. File Amend

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
98 DEC 10 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 DEC 10 AM 9:44

MPR
12/10/98

Signature

Requested by:

12/10/98 9:02

Name

Date

Time

Walk-In

Will Pick Up

FILED
98 DEC 10 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

PROFESSIONAL EMPLOYERS GROUP, INC.
a Florida corporation

Pursuant to Florida Statutes §607.1006, the articles of incorporation of the above named corporation are hereby amended as follows:

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."

2. That the Amendment was approved by all of the Shareholders and Directors by an action by unanimous written consent of Shareholders and Directors on the 19th day of November, 1998.

Dated: November 19, 1998

Virginia A. Dorris
Virginia A. Dorris, President

Dori A. Rath
Dori A. Rath, Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged and sworn to before me this 19th day of November, 1998, by VIRGINIA A. DORRIS, President of Professional Employers, Inc., who is personally known to me or who has produced _____ as identification.

Eileen Mazzei
NOTARY PUBLIC
Printed Name: Eileen MAZZEI

MY COMMISSION EXPIRES:



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

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged and sworn to before me this 19th day of November, 1998, by DORI A. RATH, Secretary of Professional Employers, Inc., who is personally known to me or who has produced _____ as identification.

Eileen Mazzei
NOTARY PUBLIC
Printed Name: Eileen MAZZEI

MY COMMISSION EXPIRES:



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