

P03000098573

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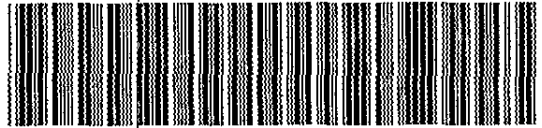
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

T BROWN AUG 11 2004

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Medical Staffing Direct, Inc.

DOCUMENT NUMBER: PO3000098573

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mark Weicher

(Name of Contact Person)

Medical Staffing Direct, Inc.

(Firm/ Company)

905 Clint Moore Road

(Address)

Boca Raton, FL 33487

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Mark Weicher

(Name of Contact Person)

at ( 561 ) 953-0702

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Articles of Amendment  
to  
Articles of Incorporation  
of

Medical Staffing Direct, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

PO3000098573

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Change Article III- Delete: "The maximum number of shares of this Corporation which is authorized to have outstanding at any one time, is 20,000,000 shares of common stock at \$0.001 par value."

Add: "The maximum number of shares of this Corporation which is authorized to have outstanding at any one time is 100,000,000 shares of common stock at \$0.001 par value and 50,000,000 shares of preferred stock at \$0.001 par value, respectively."

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: July 30, 2004

Effective date if applicable: July 30, 2004  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this Fourth day of August, 2004

Signature Mark Weicher

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Mark Weicher

(Typed or printed name of person signing)

C.F.O.

(Title of person signing)

**FILING FEE: \$35**