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BASIC AMENDMENT

AMERISTAFF IV, INC.

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AMEND
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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
AMERISTAFF IV, INC.**

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Pursuant to the provisions of Sections 607.1001, 607.1003 and 607.1006 of the Florida Business Corporation Act, **AMERISTAFF IV, INC.**, a Florida corporation (the "**Corporation**"), adopts the following Articles of Amendment (this "**Amendment**") to amend its Articles of Incorporation:

1. **Name of the Corporation**. The name of the Corporation is AmeriStaff IV, Inc.

2. **Effect of Amendment**. The effect of this Amendment is to create a new class of Common Stock which will differ from the currently issued and outstanding Common Stock only by voting rights.

3. **Text of this Amendment**. Article IV of the Articles of Incorporation is amended in its entirety to read as follows:

Article IV - Capital Stock

The Corporation is authorized to issue 75,000 shares of $.10 par value common stock which will be divided into12,500 shares of Class A Common Stock and 62,500 Shares of Class B Common Stock. The shares of Common Stock issued and outstanding prior to the effective date of this Amendment will be designed Class A Common Stock. The rights of the Class A and Class B stock are the same, except that holders of Class A Common Stock will have 1 vote per share and holders of Class B Common Stock will have no voting rights.

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4. **Date of Adoption**. This Amendment was adopted December 18, 1998.

5. **Manner of Adoption**. This Amendment was adopted by the joint written consent of all of the member of the Board of Directors and by all of the shareholders of the Corporation. The number of votes cast for this Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has signed these Articles of Amendment as of December 22, 1998.

AMERISTAFF IV, INC.

By: ______________________
Frank W. Crum, Jr., President

Prepared by: David A. Beyer
Florida Bar No. 0349844
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