12/28/98 2:35 PM

TO: DIVISION OF CORPORATIONS FAX #:

(850) 922-4000

FROM: FLEMING, HAILE & SHAW, P.A.

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NAME: EXCEL HUMAN RESOURCES, INC.

AUDIT NUMBER...... H98000024140 DOC TYPE.....BASIC AMENDMENT

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

EXCEL HUMAN RESOURCES, INC.

Pursuant to the provisions of the laws of the State of Florida as contained in Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is EXCEL HUMAN RESOURCES, INC.
- 2. The following amendment of the Articles of Incorporation was adopted by the Shareholders of the Corporation by written consent, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

Article IV of the Articles of Incorporation is hereby amended to read in its entirety as follows:

"The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00), all of one class.

3. This Amendment was made and duly approved by the Written Consent of the Shareholders of the Corporation in accordance with Florida Statutes Section 607.1003 as of the 232 day of December, 1998.

IN WITNESS WHEREOF, the undersigned has this 2 3 day of December, 1998, made and subscribed these Articles of Amendment for Excel Human Resources, Inc. for the uses and purposes aforesaid.

EXCEL HUMAN RESOURCES, INC.

Name: Michael A. Speizman

Title: President

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