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Please reply to Tampa

October 22, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000002671210--9
-10/23/98-01049-020
*****35.00 *****35.00

RE: The Modern Group, Inc.
4900 Manatee Avenue West, Suite 101
Bradenton, FL 34209

FILED
98 OCT 23 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed is an executed Articles of Amendment to Articles of Incorporation form along with the required \$35.00 filing fee. Please direct all communications to our Tampa office.

Very truly yours,

KUNKEL MILLER & HAMENT

Michael R. Miller

MRM/b
Enclosures

N/c VS OCT 28 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

The Modern Group, Inc.

FILED
98 OCT 23 PM 12: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I is amended to read (and the new name of the Corporation is) as follows:

CTNY Employee Leasing Company, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

October 16, 1998

THIRD: The date of each amendment's adoption: _____

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 16th day of October, 19 98

Signature

Calvert N. Courtney
 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Calvert N. Courtney
 Typed or printed name

President
 Title