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BASIC AMENDMENT

ABR BENEFITS SERVICES, INC.

Name Change

Certificate of Status	1
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FROM

(FRI) 8. 6' 99 11:51/ST. 11:50/NO. 4260823157 P 2
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ABR BENEFITS SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, ABR Benefits Services, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

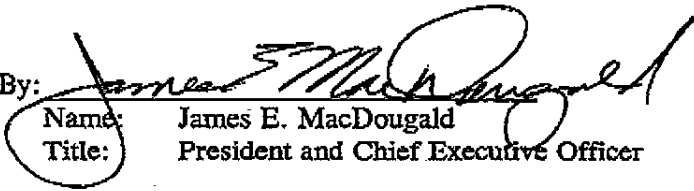
ARTICLE I
Name

The name of the Corporation is: **Ceridian Benefits Services, Inc.**

2. The foregoing Amendment to Article I of the Corporation's Articles of Incorporation was adopted and approved by the Corporation's Board of Directors and by its sole shareholder, in accordance with Section 607.1003 of the Florida Business Corporation Act, on August 4, 1999. The sole shareholder of the Corporation adopted and approved the foregoing Amendment pursuant to a written consent action.

The undersigned, a duly authorized officer of the Corporation, has executed these Articles of Amendment to the Articles of Incorporation of the Corporation this fourth day of August, 1999.

ABR BENEFITS SERVICES, INC.

By: 
Name: James E. MacDougald
Title: President and Chief Executive Officer

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Andrew J. Bohlmann, Esquire
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Foley & Lardner
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