

Corporate Office: 4224 W. Henderson Blvd. Tampa, FL 33629-5611 800-721-2044

Fax: 800-932-4608

## http://www.staffingconcepts.com 10 lo 20 March 6, 1998

## VIA FEDERAL EXPRESS

Corporate Records Bureau Division of Corporations Attn: Karen Gibson 409 E. Gaines Street Tallahassee, FL 32399

CORAPAMDNC

Re:

HRI Operations, Inc./Human Capital Services, Inc.

Dear Karen:

Enclosed please find an original Articles of Amendment to Articles of Incorporation of HRI Operations, Inc. along with a copy to be conformed and our check in the amount of \$35.00 to cover filing fees. Please return the conformed copy to our office in the preaddressed stamped envelope provided for your convenience.

Should you have any questions or need additional information, please do not hesitate to contact me at (813) 258-0293.

Very truly yours,

J.C. Dominguez Corporate Counsel

JCD:amw Enclosures

SIGNED IN HIS ABSENCE TO AVOID DELAY IN MAILING

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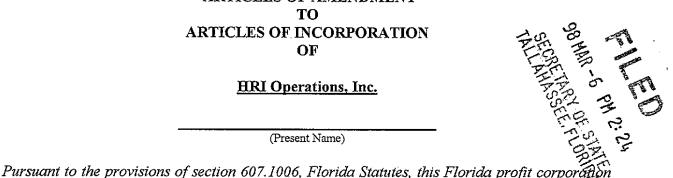
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Offices in Orlando . Ft. Lauderdale . Coral Gables . Jacksonville . Winston-Salem . Philadelphia

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

## HRI Operations, Inc.



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

Article I, entitled NAME shall be changed to Human Capital Services, Inc. and the place of business of the corporation shall be changed to 4224 W. Henderson Blvd., Tampa, FL 33629-5611.

Article VI, entitled ADDRESS, shall be changed to 4224 W. Henderson Blvd., Tampa, FL 33629-5611 and the name of the registered agent shall be Joseph C. Dominguez.

Article IX, entitled DIRECTORS, shall be changed to Henry C. Hardin, III, 4224 W. Henderson Blvd., Tampa, FL 33629-5611.

Article X, entitled OFFICERS, shall be changed to Henry C. Hardin, III, 4224 W. Henderson Blvd., Tampa, FL 33629-5611.

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: N/A

**THIRD**: The date of each amendment's adoption: February 28, 1998.

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

adopts the following articles of amendment of incorporation:

- $\boxtimes$ 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
appro	val 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 6th day of March, 1998.
Signatu	re	Henry Variant
		(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)
		Henry a Haroin III Typed of Printed Name
		Title