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BASIC AMENDMENT

MODIS LP-2, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MODIS LP-2, INC., a Florida corporation**

Pursuant to Sections 607.1001, 607.1004, 607.1006, and 607.1009, Florida Business Corporation Act, the following provisions of the Articles of Incorporation of Modis LP-2, Inc., a Florida corporation, filed in Tallahassee on December 12, 1997, be and they hereby are amended in the following particulars:

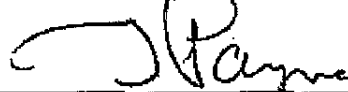
First Article ("Name") be and it hereby is amended to read as follows:

FIRST: The corporate name of the corporation (hereinafter called the "Corporation") is Accounting Principals Acquisition Corp.

The foregoing amendment was adopted by MPS Group, Inc., the sole shareholder of the Corporation, at a meeting dated September 15, 2004.

IN WITNESS WHEREOF, Modis LP-2, Inc., has caused these Articles of Amendment to Articles of Incorporation to be executed in its name by its Chief Executive Officer effective as of the 15th day of September, 2004.

MPS GROUP INC.



TIMOTHY D. PAYNE
Chief Executive Officer

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