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CSC THE UNITED STATES CORPORATION COMPANY

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 650894 7142172

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ORDER DATE : December 29, 1997

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CUSTOMER NO: 7142172

CUSTOMER: Jonathan W. Shirley, Esq
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amend

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DOMESTIC AMENDMENT FILING

NAME: DATA PROCESSING SERVICES, INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
___ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
___ PLAIN STAMPED COPY
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

Availability	12/30/97
Document Number	BDW
Updater	BDW
Update Verifyer	BDW
Acknowledgement	BDW
W.P. Verifyer	BDW

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
DATA PROCESSING SERVICES, INC.

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TALLAHASSEE, FLORIDA

Articles III and VII of the Articles of Incorporation of Data Processing Services, Inc. were amended by the corporation's board of directors and unanimously approved by the shareholders on December 26, 1997. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 607.1006.

1. The name of the corporation is Data Processing Services, Inc.

2. Article III of the Articles of Incorporation of Data Processing Services, Inc. was amended as follows:

"ARTICLE III - Capital Stock

(a) The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000), of which Five Thousand(5,000) shares having a par value of One Dollar $1.00) per share shall be shares of Class A voting common stock and Five Thousand(5,000) shares having a par value of One Dollar($1.00) per share shall be shares of Class B voting common stock.

(b) The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of each class, are as follows:

(c) Holders of Class A voting common stock of this Corporation shall be entitled to one (1) vote for each share of Class A voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation. Holders of Class B voting common stock shall be entitled to one (1) vote for each share of Class B voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation.

(d) The Corporation may declare dividends on Class A shares of voting common stock without declaring of dividends on Class B shares of voting common stock. The Corporation may not declare a dividend on any share of Class B voting common stock, however, unless it also declares an equivalent or greater dividend on shares of Class A voting common stock.

(e) Each holder of Class B shares of voting common stock shall at all

times have the right to convert each share of Class B voting common stock to one share of Class A voting common stock.

(f) Except for the difference in dividend rights and conversion rights set forth above, the rights, preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of Class B voting common stock, shall be identical in all respects to those of the shares of Class A voting common stock. Accordingly, in the event of any liquidation, dissolution or winding up of this Corporation, the assets and funds of this Corporation shall be paid to and distributed equally among the holders of both the Class A voting and Class B voting common stock in proportion to the number of shares held by the holders of such shares.

(g) In the election of directors of this corporation there shall be no cumulative voting of any shares of stock entitled to vote at such election.

(h) No holder of any shares of voting common stock shall have preemptive rights to subscribe for or purchase any additional shares of stock of any class or to otherwise preserve such holder's percentage ownership of the capital stock of the corporation or any class thereof."

3. Upon filing these Articles of Amendment, each shareholder shall surrender all of his, her or its old common stock of the Corporation held by said shareholder to the Corporation and shall receive in exchange therefore one share of Class A voting common stock and two shares of Class B voting common stock for every three shares of old common stock held by that shareholder.

4. Article VII of the Articles of Incorporation of Data Processing Services, Inc. was amended as follows:

ARTICLE VII - Board of Directors.

The number of directors of this Corporation shall be one (1). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

5. The foregoing amendments to Articles of Incorporation were duly adopted by the board of directors on December 26, 1997.

6. The above amendments to Article III and Article VII were approved by the unanimous consent of the Shareholders of the Corporation on December 26, 1997, which unanimous

consent was sufficient for the adoption of these Articles of Amendment by the Corporation.

IN WITNESS WHEREOF, the undersigned as President and Chairman of the Board of Directors of this corporation has executed these Articles of Amendment on December 26, 1997.

W P Lynch

William P. Lynch, President and Chairman
of the Board of Directors of Data Processing
Services, Inc.