

CONTACT PERSON: Tonya C. Holliday

ACCOUNT NO. : 072100000032 REFERENCE : 429214 130699A AUTHORIZATION COST LIMIT : \$ 35.00 ORDER DATE: June 16, 1997 ORDER TIME : 10:48 AM ORDER NO. : 429214-010 100002212901 CUSTOMER NO: 130699A CUSTOMER: Benjamin A. Jablow, Esq Benjamin A. Jablow, Esq Suite 102 1680 Fruitville Road Sarasota, FL 34236 DOMESTIC AMENDMENT FILING NAME: MESSINA'S ACCOUNTING SERVICE XX ARTICLES OF AMEND RESTATED ARTICLES PLEASE RETURN THE FOLLOWING PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD CETANDENC

EXAMINER'S INITIALS:

AMENDMENT TO THE ARTICLES OF INCORPORATION OF MESSINA'S ACCOUNTING SERVICE, INC.

Pursuant to the applicable provisions of the Florida Statutes, the undersigned corporation adopted the following amendments to its Articles of Incorporation:

The undersigned corporation, being MESSINA'S ACCOUNTING SERVICE, INC., a Florida Corporation, the Articles of Incorporation of which became effective on January 16, 1985, under Charter Number H38158 resolves that the Articles of Incorporation be and the same are hereby amended in the following particulars:

1. ARTICLE I is hereby amended to read as follows:

The name of the corporation shall be EMPLOYEE SOLUTIONS-SOUTHEAST, INC.

The foregoing AMENDMENT TO THE ARTICLES OF INCORPORATION OF MESSINA'S ACCOUNTING SERVICE, INC. was approved and adopted by the Stockholders of the Corporation at a meeting of the Stockholders that was held on the 13th day of June, 1997 at which all of the stockholders were present, said stockholders represented a quorum as required by the Corporate By-laws, and said AMENDMENT received a unanimous vote by the stockholders to amend the ARTICLES OF INCORPORATION.

DATED at Phoenix, Arizona, this 13th day of June, 1997.

EMPLOYEE SOLUTIONS-SOUTHEAST, INC. a Florida Corporation, formerly, MESSINA'S ACCOUNTING SERVICE, INC.

ITS President: Roy A. Flegenheimer

115 Presidend: Aby a. Flegendelmer

Paul M. Gales. Secretary

STATE OF ARIZONA COUNTY OF MARICOPA

NOTARY PUBLIC STATE OF ARIZONA COUNTY OF MARICOPA



Dinah Bahlman

Typed/Printed Name of Notary

ASSIGNMENT OF CORPORATE NAME RESERVATION

FOR VALUE RECEIVED, BENJAMIN A. JABLOW, a Single Man, ("Assignor") the Owner of the name EMPLOYEE SOLUTIONS-SOUTHEAST, INC., which was reserved on May 21, 1997, Reservation Number R97000002471 hereby assigns and transfers to MESSINA'S ACCOUNTING SERVICE, INC. a Florida Corporation, ("Assignee") all of Assignor's right, title and interest in and to the reserved corporate name. A copy of the letter reserving the corporate name is attached as Exhibit "A".

IN WITNESS OF THIS INSTRUMENT IT HAS BEEN EXECUTED BELOW ON THIS 13th DAY OF June, 1997.

Signed, sealed and delivered in the presence of:
When I Oaken Broker
Witness: Arlene N. Oakes BENJAMIN A. JABLOW, ASSIGNOR
DNUS MUJUNNIAD Witness: Jami Maginness
STATE OF FLORIDA COUNTY OF SARASOTA
THE FOREGOING instrument was acknowledged before me this 13th day of June, 1997, by BENJAMIN A. JABLOW, who is personally known to me or produced as identification and who personally appeared before at the time of notarization and who did/did not take an oath.
Jami S. Maginness Notary Public, State of Florida Cornel My Commission No. CC 614492 Bonded Through Fla. Notary Service & Bonding Co. Jami Maginness Jami Maginness
Typed/Printed Name of Notary
Personally Known:; or Producing Identification
TYPE OF IDENTIFICATION PRODUCED N/A
This instrument was prepared by:

Benjamin A. Jablow, Esq. 1680 Fruitville Road, Suite 102 Sarasota, FL 34236 (941) 366-6700 Exhibit "A" to Assistment of Corporate Name Reservation

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 21, 1997

CSC NETWORKS

The name EMPLOYEE SOLUTIONS-SOUTHEAST, INC. has been reserved for 120 days beginning May 21, 1997. The reservation number is R97000002471 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 697A00027431



ACCOUNT NO. : 072100000032

REFERENCE: 429214 130699A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: June 16, 1997

ORDER TIME : 10:50 AM

ORDER NO. : 429214

CUSTOMER NO: 130699A

CUSTOMER: Benjamin A. Jablow, Esq

Benjamin A. Jablow, Esq

Suite 102

1680 Fruitville Road Sarasota, FL 34236

CHANGE OF AGENT

NAME: MESSINA'S ACCOUNTING SERVICE,

INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CONTACT PERSON:

000002212900--1

Charter No.	H38158
Date Filed:	

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.1508. Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

EMPLOYEE SOLUTIONS-SOUTHEAST, INC., formerly known

1. The name of the corporation is:

MESSINA'S ACCOUNTING SERVICE, INC.

2. The name and address of its present registered agent is:

VINCENT MESSINA 417 Medoly Circle Sarasota, Florida 34237

3. The name and street address to which its registered agent is to be changed is:

BENJAMIN A. JABLOW, ESQ. 1680 Fruitville Road, Suite 102 Sarasota, Florida 34236

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- 4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.
- 5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Date: June 13, 1997

y N. Flegenheimer , Presider

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Date: June 13, 1997

BENJAMIN A. JABLOW, ESQ

FILING FEE \$35