

Division of Corporations

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BASIC AMENDMENT

PAYROLL DEPOT, INC.

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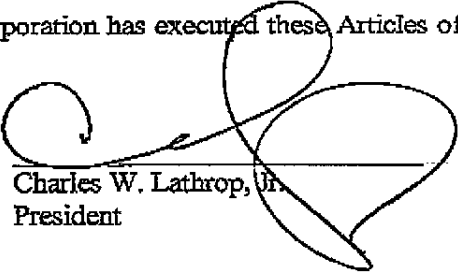
**ARTICLES OF AMENDMENT
OF
PAYROLL DEPOT, INC.**

The Articles of Incorporation of Payroll Depot, Inc., a Florida corporation (the "Corporation"), are hereby amended as follows:

The name of the Corporation is Advantage Payroll Services of Florida, Inc.

The amendment was approved and adopted by written consent of the shareholder of the Corporation on September 28, 2001. The number of votes cast for the amendment by the shareholder was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has executed these Articles of Amendment.


Charles W. Lathrop, Jr.
President

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