L88734

Management Recruiters of St Lucie County, Inc.

Memo

To:

Division of Corporations

PO Box 6327

Tallahassee FL 32314

From:

Larry Breault, President

Management Recruiters of St Lucie County, Inc.

CC:

None

Date:

January 29, 2002

Re:

Amendment of our Articles of Incorporation

To whom it may concern:

Please process this amendment to our Articles of Incorporation and return a certified copy to us. We are changing our corporate name as per the attached documents.

Our contact info is:

Larry Breault, President

Management Recruiters of St Lucie County, Inc.

756 SE Port St Lucie Blvd

Port St Lucie FL 34984

561-871-1100 x201

Processing Fee: \$35.00

Certified Copy \$8.75

Total Cost \$ \$43.75

*****43.75 *****43.75

DIVISION OF CORPORATION
02 FEB - 1 MILL: 49

N/C

02 FEB -1 AM 11: 49

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

L 88 934 (Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE #1 - AMENDED - CORPORATE NAME

FROM: MANAGEMENT RECEVITERS OF ST. LUCIE COUNTY, INC.

TOPGRADING SOLUTIONS, INC.

If an amendment provides for an exchange, reclassification or cancellation of issued SECOND: shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: NONE

| THIRD: | The date of each amendment's adoption: JAN UARY 29, 2002 |
|------------|---|
| FOURTH | : Adoption of Amendment(s) (CHECK ONE) |
| X | 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 approval by(voting group) |
| | |
| | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |
| Signature_ | Signed this 29th day of JANUARY, 2002. |
| | (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) |
| | Larry J. BREAVET (Typed or printed name) |
| | PRESIDENT |
| | (Title) |