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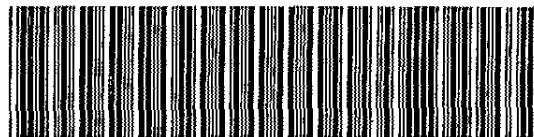
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04 JAN -5 PM 1:55  
TALLAHASSEE, FLORIDA



December 30, 2003

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Secretary of State,

Enclosed please find Articles of Amendment for Professional Benefit Solutions, Inc.  
A check for \$43.75 is included for the processing of this request.

Sincerely,

A handwritten signature in cursive script, appearing to read "Laurie Andrea".

Laurie Andrea

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Amendment**  
**of**  
**Professional Benefit Solutions, Inc.**

FILED  
04 JAN -5 PM 1:55  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute Sections 607.1006 the Articles of Incorporation of Professional Benefit Solutions, Inc., a Florida corporation are hereby amended as follows:

1. Article III of the Articles of Incorporation is hereby revoked and following Article III is inserted in lieu thereof:

**ARTICLE III**

The aggregate number of shares which this Corporation shall have authority to issue is 100,000 shares common stock with a par value of \$0.02 each. All shares shall be voting shares. Any non-voting shares outstanding as of December 1, 2003 shall be converted to voting shares. Common shares shall be the only class of shares that this Corporation shall have the authority to issue. This Article shall be effective as of December 29, 2003, and upon the effective date of this Article, the Corporation shall no longer have any non-voting shares.

2. The foregoing amendment was adopted on the 29<sup>th</sup> day of December, 2003, to be effective as of December 29, 2003.
3. The amendment was adopted by the unanimous vote of all the Shareholders of the corporation. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of the corporation has executed these Articles of Amendment this 29 day of December, 2003.

By: Laurie Andrea  
Laurie Andrea, President