EAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 600004742576--8 -12/28/01--01045--016 ****43.75 Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File_ Trade/Service Mark___ Merger File_ Art. of Amend. File_ RA Resignation_ Dissolution / Withdrawal_ Annual Report / Reinstatement_ Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search_ Officer Search Fictitious Search Fictitious Owner Search_ Signature Vehicle Search Driving Record Requested by: UCC 1 or 3 File

Name

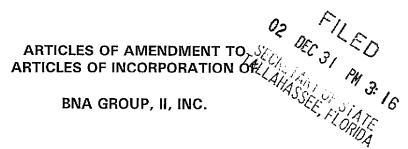
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I, the undersigned officer and director of BNA Group II, Inc., a Florida corporation-for-profit, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted by the Board of Directors and shareholders of the corporation at meetings held by them upon due and proper notice. on December 27, 2001.

AMENDMENT

1. The present name of the corporation is "BNA Group II, Inc." The name of the corporation is hereby changed to "SafeHarbor Employer Services I, Inc." Article I of the Articles of the Incorporation is amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be: "SafeHarbor Employer Services I, Inc."

2. In all other respects, the Articles of Incorporation shall be as stated in the following Articles of Merger. The date this Amendment will commence is the date of filing by the Secretary of State of the Amendment.

IN WITNESS WHEREOF, I hereby set my hand and seal this 27 day of

BY:

CHRIS MONGELLUZZI, Sirector & Shareholder

CHRIS MONGELLUZZI, Director & Shareholder

STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Chris Mongelluzzi, to me well known, and who, being duly sworn, deposes and says that he is the director and shareholder of the corporation described above and that he did execute the foregoing Amendment to Articles of Incorporation with full authority for the purposes therein expressed.

My Commission Expires:

SUSAN VAUGHAN
My Comm Exp. 12/5/03
No. CC 892471
Il Personally Known [] Other I.D.