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BASIC AMENDMENT

REV 1 POWER STAFFING, INC.

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Certificate of Status	0
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Amendment

8-13-01
DC

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
REV 1 POWER STAFFING, INC.
CHANGING NUMBER OF AUTHORIZED VOTING
AND NON-VOTING SHARES OF COMMON STOCK

Pursuant to Sections 607.1001, 607.1003 and 607.1006 of the Florida Business Corporation Act, the undersigned corporation, Rev 1 Power Staffing, Inc., a Florida corporation (the "**Corporation**"), adopts the following Articles of Amendment to amend its Articles of Incorporation and change the number of Voting and Non-Voting Shares of Common Stock:

1. **Name of the Corporation**. The name of the Corporation is Rev 1 Power Staffing, Inc.

2. **Text of the Amendment**. The amendment decreases the number of shares of voting common stock to 700,000 shares and increases the number of shares of non-voting common stock to 300,000 shares. Accordingly, Article III of the Articles of Incorporation is amended in its entirety to read as follows:

ARTICLE III – CAPITAL STOCK

The Corporation is authorized to issue 1,000,000 shares of $.01 par value common stock, which will be designated Common Stock, of which 300,000 shares will be non-voting common stock ("**Non-Voting Common Stock**") and 700,000 shares will be voting common stock ("**Voting Common Stock**"). Other than the differences in voting rights, the shares of Voting Common stock and the shares of Non-Voting Common Stock will be identical to one another in all respects.

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3. **Date of Adoption**. The Amendment was adopted effective August 8, 2001.

4. **Manner of Adoption**. The Amendment was adopted by the written consent of the sole member of the Board of Directors and by the sole shareholder of the Corporation. The number of votes cast for the amendment by the sole shareholder was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has signed these Articles of Amendment as of August 1, 2001.

REV 1 POWER STAFFING, INC.

By: Richard M Ehrgott
Richard M. Ehrgott, President

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