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July 24, 2001

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Internet Address:
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Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

Re: MPS Group, Inc.

Dear Sir or Madam:

Enclosed please find the following documents:

1. Corporate Name Affidavit of MPS Group, Inc., authorizing the immediate use of the name MPS Group, Inc. by MPS Group Jacksonville, Inc.
2. Articles of Amendment to Articles of Incorporation of MPS Group, Inc., changing its corporate name to APS Group, Inc.
3. Articles of Amendment to Articles of Incorporation of MPS Group Jacksonville, Inc., changing its corporate name to MPS Group, Inc.
4. Check in the amount of \$105 representing the \$35 filing fee for each of the above-described documents.

Please file the enclosed documents in the order indicated. If you have any questions concerning these matters, please do not hesitate to let me know.

N.C.
G. COULLETTE JUL 25 2001

FILED
2001 JUL 25 AM 10:55
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED
2001 JUL 25 PM 1:15
DIVISION OF CORPORATIONS
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Division of Corporations

July 24, 2001

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Very truly yours,

HOLLAND & KNIGHT LLP

A handwritten signature in black ink, appearing to read "Crystal J. Adkins". The signature is fluid and cursive, with the first name "Crystal" written in a larger, more prominent script than the last name "Adkins".

Crystal J. Adkins

JAX1 #617764 v1

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
MPS GROUP JACKSONVILLE, INC.

FILED
2001 JUL 25 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

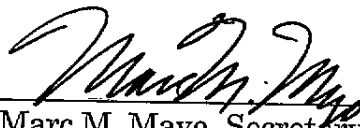
Pursuant to Section 607.1003 of the Florida Business Corporation Act (the "Act"), the Articles of Incorporation of MPS Group Jacksonville, Inc., a Florida corporation (the "Corporation"), are hereby amended according to these Articles of Amendment:

1. The name of the Corporation is MPS Group Jacksonville, Inc.
2. The Articles of Incorporation of the Corporation were filed on 7/13, 2001.
3. Article I of the Articles is amended in its entirety to read as follows:

The name of the corporation is MPS GROUP, INC.

4. The foregoing Articles of Amendment (a) were adopted, approved and recommended to the shareholders by the Board of Directors of the Corporation on 7/23, 2001, and (b) were adopted and approved by the affirmative vote of a majority of the shareholders of the Corporation having voting rights, and the number of votes cast in favor of the Articles of Amendment was sufficient for its approval.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this instrument this 23rd day of July, 2001.



Marc M. Mayo, Secretary