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Our Internal Billing Reference

Barnett, Daniel S.

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
CAPITAL PAYROLL SOLUTIONS, INC.
(DOCUMENT NUMBER: P03000012116)**

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: Amendments adopted: *(Indicate article number(s) being amended, added or deleted.)*

The Amendments made to the corporation's Articles of Incorporation are as follows:

Article II of the Articles of Incorporation of the corporation is hereby amended, changed and altered to read as follows:

"ARTICLE II—PRINCIPAL OFFICE"

The principal place of business is: % Barnett Management, 7289 Garden Road, Suite 109, Riviera Beach, FL 33404.

The mailing address is: % MVP, 2434 North Harlem Avenue, Suite B, Elmwood Park, IL 60707."

Article V of the Articles of Incorporation of the corporation is hereby amended, changed and altered to read as follows:

"ARTICLE V—CURRENT OFFICERS/DIRECTOR"

The name, current address and current offices are: Daniel S. Barnett—President/Treasurer/Secretary/Director, % MVP, 2434 North Harlem Avenue, Suite B, Elmwood Park, IL 60707."

Article VI of the Articles of Incorporation of the corporation is hereby amended, changed and altered to read as follows:

"ARTICLE VI—CURRENT REGISTERED AGENT"

The name and Florida street address of the current registered agent is: Dan Goode, % Barnett Management, 7289 Garden Road, Suite 109, Riviera Beach, FL 33404.

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)


April 28, 2004"
(Date)

Except as hereby amended and except as previously amended, the Articles of Incorporation of the corporation shall remain the same.

SECOND: The date of this amendment's adoption is as of April 28, 2004.

THIRD: Adoption of Amendments. The amendments were approved by the sole shareholder. The number of votes cast for the amendments was sufficient for approval.

Signed this 28th day of April, 2004

By: 
Daniel S. Barnett, President

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