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THE PALMER STAFFING GROUP, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

THE PALMER STAFFING GROUP, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 7 of the Articles of Incorporation of THE PALMER STAFFING GROUP, INC. states:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each having the par value of **ONE CENT (\$0.01)**.

SECOND: The corporate capitalization of THE PALMER STAFFING GROUP, INC. will be amended to state:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED THOUSAND (100,000)** shares of common stock, each having the par value of **ONE CENT (\$0.01)**.

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Lee E. Elkinson
Julia A. Palmer



SPIEGEL & UTRERA, P.A.
LAWYERS

www.amerilawyer.com

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FOURTH: Article 6 of the Articles of Incorporation shall be amended to state Director(s) of the Corporation as:

Lee E. Elkinson
Julia A. Palmer
Mark A. Blumenfeld


whose addresses shall be the same as the principal address of the Corporation.

THIRD: The date of the adoption of this amendment is the 28th day of April 2006.

FOURTH: The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

FIFTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 28 April 2006


Julia A. Palmer, Chairman of the Board of
Directors



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