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P92000013341

July 27, 1993

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
Attn: Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

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-01/27/99-01057-006

*****35.00 *****35.00

Re: **Filing of Articles of Amendment**
CVRT EMPLOYEE LEASING COMPANY, INC.

Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Amendment for the above corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of the filing. Please file the original and date stamp the copy and return to me.

If you have any questions or if there are any problems, please do not hesitate to contact me.

Sincerely,

Frederick J. Mills

Frederick J. Mills

*NC Amend
2-1-99
DMS*

FJM/pns

Enclosures:

1. Original Articles of Amendment
2. Check in the amount of \$35.00
3. Copy of Amendment for return

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 27 PM 3:00

FILED

**ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
CVRT EMPLOYEE LEASING COMPANY, INC.**

FILED
99 JAN 27 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W I T N E S S E T H:

WHEREAS, CVRT EMPLOYEE LEASING COMPANY, INC. ("Corporation") is a Florida corporation, validly formed by filing its Articles of Incorporation on December 18, 1992; and

WHEREAS, the Corporation amended its Articles of Incorporation on September 11, 1998, to change its name from T.M. SMITH MECHANICAL, INC. to THE CORE ALLIANCE GROUP, INC.; and

WHEREAS, the Corporation amended its Articles of Incorporation on October 29, 1998, to change its name from THE CORE ALLIANCE GROUP, INC. to CVRT EMPLOYEE LEASING COMPANY, INC.; and

WHEREAS, the Corporation desires to amend its Articles of Incorporation, as permitted by Article XI, page 4 of its Articles of Incorporation, to change the Corporation's name.

NOW THEREFORE, the Corporation's Articles of Incorporation are amended as follows:

1. Article I is amended to read:

"The name of the Corporation shall be: SUNWEST P.E.O. OF FLORIDA II, INC." . . .

"The principal place of business of the Corporation shall be: 2801 W. Busch Blvd., Suite 240, Tampa, Florida 33618-4520, but the Corporation shall have the power to establish branch offices and other places of business at such other places within or outside of the State of Florida as may be determined and deemed expedient by the Directors."

2. Article IV is amended to read, "The name and address of the Registered Agent of the Corporation is:

Jerold A. Little
Sunwest P.E.O. of Florida II, Inc.
2801 W. Busch Blvd., Suite 240
Tampa, Florida 33618-4520

3. Article VIII is amended to read, "The name and address of the Directors of the Corporation are as follows:


Jerold A. Little
Sunwest P.E.O. of Florida II, Inc.
2801 W. Busch Blvd., Suite 240
Tampa, Florida 33618-4520

4. Article IX is amended to read, "and the officers of the Corporation who shall hold office until their successors are elected and qualified shall be:

Jerold A. Little - President/Secretary/Treasurer

2. This Amendment to the Articles of Incorporation was adopted by the Corporation's Board of Directors and approved by the unanimous consent of the shareholders of the corporation at a Joint Meeting of the Shareholders and Directors and held on the 26 day of January, 1999.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Amendment this 26 day of January, 1999.

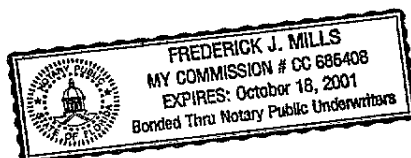

Jerold A. Little
Jerold A. Little, Secretary

[SEAL]

Jerold A. Little
Jerold A. Little, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

SWORN TO AND SUBSCRIBED before me this 26th day of January, 1999.



Frederick J. Mills
Print Name: Frederick J. Mills
NOTARY PUBLIC, STATE OF FLORIDA
My Commission No.:
Expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Jerold A. Little
Jerold A. Little