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A. Plisco

May 30, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

FILED
JUN -2 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
6000027776--8
-06/02/97--01092--011
*****87.50 *****87.50

Re: *Benefits Coordinator, Inc. name change to Staff Choice, Inc.*

Gentlemen:

Please find enclosed the Amended Articles of Incorporation for Benefits Coordinator, Inc., together with the undersigned's Assignment of his right to the name, Staff Choice, Inc., and a corporate consent to name change. Also enclosed is a copy of our reservation of name.

Enclosed is our check in the amount of \$87.50 representing 35.00 filing fee and \$52.50 for a certified copy. Kindly stamp and return the enclosed copy.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: Thornton M. Henry

TMHss

Enclosure

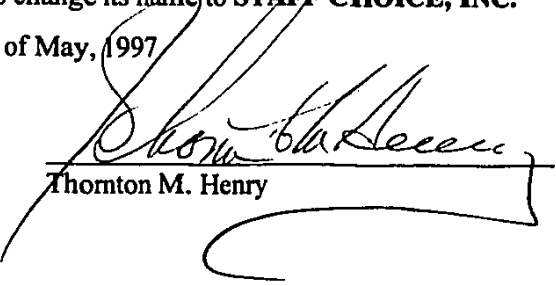
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ASSIGNMENT OF RIGHT TO NAME

I, THORNTON M. HENRY, having reserved the name **STAFF CHOICE, INC.**, under reservation number R97000001430, hereby assign the right to use this name to **BENEFITS COORDINATOR, INC.**, which plans to change its name to **STAFF CHOICE, INC.**

Done and executed this 9th day of May, 1997


Thornton M. Henry

**FIRST AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BENEFITS COORDINATOR, INC.**

FILED
97 JUN -2 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BENEFITS COORDINATOR, INC., a Florida corporation, under its corporate seal and the hands of its President, RONALD F. SELLERS, Secretary, RONALD F. SELLERS, hereby certifies that:

Upon the proposal of the Board of Directors of the corporation, the following resolution was duly and unanimously adopted by the Board of Directors and by all holders of the outstanding stock of the corporation, by written instrument dated May 19th, 1997, to-wit:

RESOLVED, that, effective on the date of filing with the Department of State of Florida, the Certificate of Incorporation of BENEFITS COORDINATOR, INC., which was approved and filed in the office of the Secretary of State at Tallahassee, Florida, on October 12, 1993, be amended by striking Article I thereof in its entirety and by substituting therefor the following:

ARTICLE I

Name

The name of this corporation shall be STAFF
CHOICE, INC.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and Secretary this 19th day of May, 1997.

BENEFITS COORDINATOR, INC.

(CORPORATE SEAL)

By Ronald F. Sellers
RONALD F. SELLERS,
President/Secretary

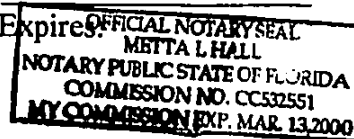
STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that the foregoing document was acknowledged before me by RONALD F. SELLERS, President and Secretary of BENEFITS COORDINATOR, INC., on behalf of said corporation, who are personally known to me or who produced drivers' licenses as identification this 19th day of May, 1997.

(NOTARY SEAL)

Metta L. Hall
Notary Public
Print Name: METTA L. HALL
Commission No.:
My Commission Expires:



**JOINT DIRECTOR'S AND STOCKHOLDER'S
CONSENT**

Pursuant to Florida Statutes 607.0821 and 607.0704, I, the undersigned, being the sole Director and Stockholder of BENEFITS COORDINATOR, INC., a Florida corporation, do hereby consent to the amendment of the Articles of Incorporation to change the name of the corporation to "STAFF CHOICE, INC." The appropriate officers of the corporation are authorized to execute an Amendment to the Articles of Incorporation and to see to its filing with the Secretary of State of Florida.

Dated this 19th day of May, 1997.



RONALD F. SELLERS,
Sole Director and Stockholder