

PROFESSIONAL DEVELOPMENT SYSTEMS, INC.

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Cape Coral, Florida 33990

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 12 PM 2:36

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December 6, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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

Re: Articles of Amendment

Please file the enclosed Articles of Amendment for Rehab Marketplace.com, Inc. Our check for \$35.00 is enclosed.

Sincerely,

Jack Pankow,
President

N/c

V. SHEPARD DEC 18 2000

ARTICLES OF AMENDMENT
OF
REHAB MARKETPLACE. com, Inc.


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 12 PM 2:36

The Articles of Incorporation of REHAB MARKETPLACE.com, Inc., are hereby amended as follows:


Article I of the Articles of Incorporation REHAB MARKETPLACE.com, Inc., filed March 7, 1994, is amended to read as follows:

1. The name of the corporation shall be PROFESSIONAL DEVELOPMENT SYSTEMS, INC.
2. The forgoing amendment was adopted by the shareholders of this corporation on the 5th day of December, 2000.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed the Articles of Amendment this 7th day of December, 2000.



Jack Pankow, President

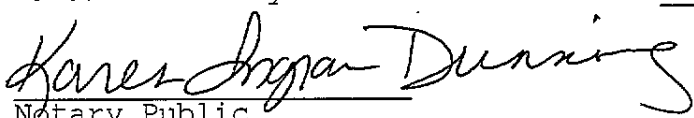


Jack Pankow, Secretary

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared Jack Pankow, President and Secretary, known to me to be the person who executed the forgoing Articles of Amendment and acknowledged before me that they executed these Articles of Amendment for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of December, 2000.



Notary Public

KAREN INGRAM DUNNING
Notary Public - State of Florida
My Commission Expires Jun 1, 2003
Commission # CC842296