P94000074997

Accounting Services of Bradenton, Inc.

TEL: (941) 755-8221

5190 26th Street W., Suite E
Bradenton, Florida 34207

FAX: (941) 727-1039

Sept. 23, 1997

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

ATTENTION: **Sandra Mortham - Secretary of State**
Amendment to Articles of Incorporation Filing Section

Dear Ms. Mortham:

Enclosed are the Articles of Amendment to Articles of Incorporation of **Frank E. Reisinger, Inc.** The name of the Corporation will be amended to: **Professional Employers Resources Co.**

As requested, a check in the amount of $35.00, payable to the Department of State, is enclosed to cover the cost for the filing fee for the articles of amendment.

Please return the amended documents to:

Accounting Services of Bradenton, Inc.
5190 26th Street W., Suite E
Bradenton, Florida 34207

300002303239--5
-09/25/97--01043--009
*****35.00 *****35.00

If there are any questions relating to this amendment, please call (941) 755-8221 anytime during the hours of 9:00 am - 6:00 p.m.

FILED
97 OCT -8 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Yours truly,

Lucien Latreille, Pres.

LL/gl

Enclosures: (2)

Amend, E. name change
LJ 10-8-97

~~W970000~~

~~354~~

~~*789, 664, 615, 671*~~

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1997

Lucien Latrelle, President
% ACCOUNTING SERVICES OF BRADENTON, INC.
5190 26th Street, West, Suite E
Bradenton, FL 34207

SUBJECT: FRANK E REISINGER, INC.
Ref. Number: P94000074997

We have received your document for FRANK E REISINGER, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 797A00048197

RECEIVED
97 OCT -8 AM 8:28
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FILED
97 OCT -8 AM 10: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT NUMBER: P94000074997

FRANK E. REISINGER, INC.

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: Amendment(s) adopted:

ARTICLE I- NAME:
The name of the corporation will be EMPLOYERS PAY-CARE SERVICES, INC.

and the principal address of the corporation will be 5190 26th Street W., Suite E, Bradenton, Florida 34207.

ARTICLE V - RESTRICTIONS OF TRANSFER:

This article is to be deleted.

ARTICLE VI - REGISTERED AGENT AND OFFICE:
The name and street address of the registered agent of the corporation is: LUCIEN LATREILLE, 5190 26th Street W., Suite E., Bradenton, Fl 34207 who is familiar with chapter 607.1006 of the Florida Statutes.

"Having been named to accept services of process for the above State corporation, at the place designated in the 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, and I accept the duties and obligations of the Florida Bylaws and Statutes".

9/23/97

Acceptance: Lucien Latreille, Registered Agent

ARTICLE VII - DIRECTORS
This corporation shall have one director ~~initially~~. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of each member of the board of directors is:

Lucien Latreille, 5190 26th Street W., Suite E., Bradenton, Florida 34207

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

no change

FOURTH: Adoption of Amendment(s)

☐ The amendment(s) was/were approved by the shareholders through voting groups.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by ____________________."
voting group

☑ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 23 day of September, 19 97.

Signature [signature], Pres.
(By the Chairman or vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Lucien Latreille
TYPED OR PRINTED NAME

President / Director
TITLE