



THE UNITED STATES  
CORPORATION  
COMPANY

P94000083330

ACCOUNT NO. : 072100000032

REFERENCE : *Patricia Pajuto* 235641-82592

AUTHORIZATION :

COST LIMIT : \$ 43.75

ORDER DATE : May 11, 1999

ORDER TIME : 12:56 PM

ORDER NO. : 235641-005

CUSTOMER NO: 7182592

600002871806--6

CUSTOMER: Ms. Natalie Herrig  
Ms. Natalie Herrig  
7150 Rustic Acres

Sarasota, FL 34241

*Name  
Change  
Amended*

DOMESTIC AMENDMENT FILING

NAME: DGH GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED  
99 MAY 12 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 MAY 11 PM 3:29  
5/12/99

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
DGH GROUP, INC.**

Pursuant to Florida Statute, Chapter 607, the Articles of Incorporation of the above named corporation (the "Corporation") are hereby amended pursuant to a meeting of the stockholders and directors of the Corporation dated the 6th day of May, 1999, as follows:

1. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

**ARTICLE I.**

**NAME:**

1. The name of the corporation is: ELITE EMPLOYER SERVICES, INC., a Florida corporation.

**ARTICLE V.**

**REGISTERED OFFICE AND AGENT**

2. The name and address of the Registered Agent of this Corporation is:

Steven F. Herrig  
7150 Rustic Acres  
Sarasota, Florida 34241

3. The principal office and mailing address of this Corporation is:

7222 South Tamiami Trail, #105  
Sarasota, Florida 34231

2. These Articles of Amendment to the Articles of Incorporation of the Corporation were adopted by all of the stockholders and all of the directors of the Corporation on the 6th day of May 1999, and are effective as of 5:00 P.M. on that date.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of the Corporation this 6th day of MAY, 1999.

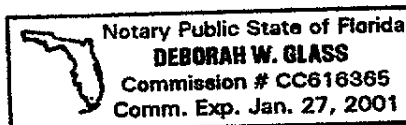
  
Dennis Hartig, Secretary

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 10 day of MAY, 1999, by Dennis Hartig, Secretary of DGH Group, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Dr. Lic. as identification and who did (did not) take an oath.

  
Name: DEBORAH W. GLASS  
Notary Public

My Commission Expires:



Acceptance by Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of the corporation which appointment is contained in the foregoing Articles of Amendment to the Articles of Incorporation.

  
Steven F. Herrig  
c:\leasing\name.soa