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Please reply to Tampa

October 1, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

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-10/02/98--01072--014
*****43.00 *****43.00

RE: Professional Leasing Systems, Inc. to Core Employer
Services, Inc.

Dear Sir/Madam:

Enclosed please find a check in the amount of \$43.00 in addition to one signed original and copy of the Articles of Amendment for the above corporation. Please file the Articles of Amendment at your earliest opportunity and return a copy to me showing the stamp.

Secondly, after filing the Articles of Amendment, please provide a Certificate of Good Standing for the corporation with the new name.

Thank you for your prompt attention to this matter.

Very truly yours,

KUNKEL MILLER & HAMENT

Michael R. Miller

MRM/b
Enclosures

Amend + NC.
10-7-98
CC

FILED
98 OCT -2 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

PROFESSIONAL LEASING SYSTEMS, INC.

(present name)

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: *(indicate article number(s) being amended, added or deleted)*

Article I is being amended as follows:

The name of this corporation is:

Core Employer Services, Inc.

Article IV is being amended as follows:

The registered office of the corporation is:

12600 S. Belcher Road, Suite 104
Largo, FL 33733

Article V is being amended as follows:

The registered agent is:

J. Richard DiRose
12600 S. Belcher Road, Suite 104
Largo, FL 33733

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98 OCT -2 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

THIRD: The date of each amendment's adoption: 10-1-98

FOURTH: Adoption of Amendment(s) (CHECK ONE)

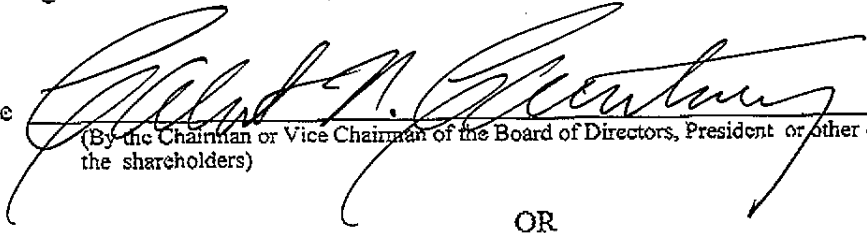
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 1st day of October, 19 98

Signature


(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)

Calvert N. Courtney

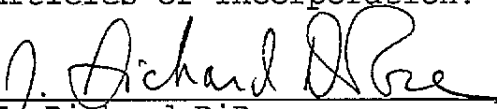
Typed or printed name

President

Title

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 Articles of Incorporation.


J. Richard DiRose