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April 11, 2000

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

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*****43.75 *****43.75

Re: Staffing Options, Inc. - Articles of Amendment

Enclosed please find Articles of Amendment for the above corporation. Please file the articles and provide this office with a certified copy of same. Enclosed is a check in the amount of \$43.75 to cover these costs.

Please feel free to contact this office if further information is required.

Sincerely yours,

Connie Marlowe

Connie Marlowe
Firm Administrator

Enclosures

cc: Mr. Jack Bichsel, President
Staffing Options, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 14 PM 3:49

Amend.

V. SHEPARD APR 24 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 14 PM 3:49

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
STAFFING OPTIONS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, STAFFING OPTIONS, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendments to its Articles of Incorporation:

ARTICLE I
Name

The name of the Corporation is STAFFING OPTIONS, INC.

ARTICLE II
Amendment

The text of the amendment to the Corporation's Articles of Incorporation is:

Article VIII, Section 1 of the Articles of Incorporation is hereby amended to change the number of authorized shares of the Corporation from One Thousand (1000) shares with no par value to Ten Thousand (10,000) shares with no par value, effective upon filing.

ARTICLE III
Date of Adoption

The Amendment was adopted on the 29th day of December, 1999.

ARTICLE IV
Manner of Adoption

The amendment was duly approved by the Shareholders of the Corporation and all shares were voted in favor of the Amendment.

The Amendment was duly approved by the Directors of the Corporation.

Dated this 24th day of December, 1999.

STAFFING OPTIONS, INC.

By: Jack Bichsel

Jack Bichsel

Its: President

WRITTEN CONSENT OF SHAREHOLDERS

The undersigned being all of the Shareholders of STAFFING OPTIONS, INC., do hereby consent and agree to amend Article VIII, Section 1 of the Articles of Incorporation of the Corporation to read as follows:

The number of authorized shares of stock shall be increased from One Thousand (1000) Shares with no par value to Ten Thousand (10,000) Shares with no par value.

Dated this 24th day of December, 1999

Jack Bichsel
Jack Bichsel, Shareholder

Ralph F. Campbell
Ralph F. Campbell, Shareholder

WRITTEN CONSENT OF DIRECTORS

The undersigned being all of the Directors of STAFFING OPTIONS, INC., do hereby consent and agree to amend Article VIII Section 1 of the Articles of Incorporation of the Corporation to read as follows:

The number of authorized shares of stock shall be increased from One Thousand (1000) Shares with no par value to Ten Thousand (10,000) Shares with no par value.

Dated this 24th day of December, 1999



Jack Bichsel, Director



Ralph F. Campbell, Director