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CAPITAL CONNECTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Workers Temporary
Staffing Inc.

EFFECTIVE DATE
11/1/98

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Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File Name
L.C. File Change
Fictitious Name File _____
Trade/Service Mark Amend
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
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UCC 1 or 3 File _____
UCC 11 Search _____
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DIVISION OF CORPORATION

EFFECTIVE DATE
11/1/98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
WORKERS TEMPORARY STAFFING, INC.**

Pursuant to the provisions of Chapter 607, Florida Statutes, and its Articles of Incorporation, the undersigned corporation adopts the following Amendment to its Articles of Incorporation, as originally filed with the Secretary of State of the State of Florida on the 26th day of August, 1996.

I. The name of the Corporation is WORKERS TEMPORARY STAFFING, INC.

II. The following amendment to the Articles of Incorporation was adopted by the corporation:

A. Article I is hereby amended by altering it in its entirety so as to read:

"ARTICLE I - NAME

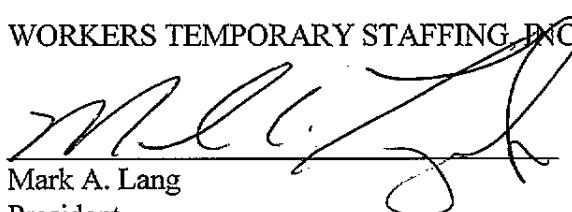
The name of this corporation shall be WORKERS OF FLORIDA, INC."

III. The amendment to the Articles of Incorporation was adopted pursuant to written consent in lieu of a Meeting of all the Board of Directors and Shareholders duly considered and executed.

IV. The above Amendment was adopted by all of the Shareholders and Board of Directors on the 22 day of December, 1997, to be effective January 1, 1998.

WORKERS TEMPORARY STAFFING, INC.

By:


Mark A. Lang
President

**CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
WORKERS TEMPORARY STAFFING, INC.**

I, Mark A. Lang, President and Director of WORKERS TEMPORARY STAFFING, INC., a Florida corporation, do hereby certify to the Secretary of State, State of Florida, that the following resolution was approved by all the shareholders and all the directors of the corporation by Written Consent, pursuant to the provisions of Florida Statutes, Sections 607.0821 and 607.0704:

RESOLVED, that pursuant to the provisions of the Articles of Incorporation of Workers Temporary Staffing, Inc., the Articles of Incorporation are hereby amended by altering Article I in its entirety, so as to read as follows:

"ARTICLE I - NAME

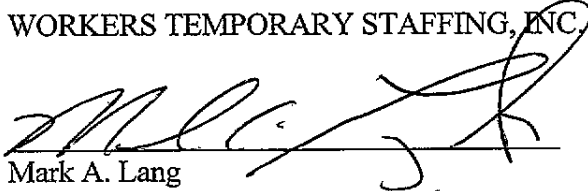
The name of this corporation shall be WORKERS OF FLORIDA, INC."

FURTHER RESOLVED, that the President and Secretary are hereby authorized to execute said amendment to the Articles of Incorporation and to file same with the Secretary of State for an effective date of January 1, 1998.

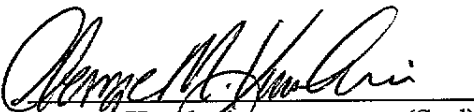
I DO HEREBY CERTIFY that said resolutions have not been altered, amended, or rescinded, and that same are in full force and effect this 22 day of December, 1997.

WORKERS TEMPORARY STAFFING, INC.

By:


Mark A. Lang
President

ATTEST:


George Komlenic (Seal)
Secretary