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Attorneys At Law

P97000017237

JOHN P. FRAZER
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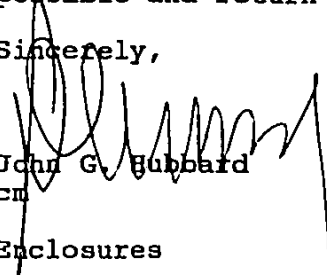
April 10, 1997

Florida Department of State
Division of Corporations
P.O. Box 5327
Tallahassee, FL 32314

Gentlemen:

Enclosed are two executed Amendment to Articles of Incorporation for Specialty Staffing, Inc. and a check for filing fees in the amount of \$87.50. Please file the amended articles as soon as possible and return one certified copy to my attention.

Sincerely,


John G. Hubbard
cm

Enclosures

cc: S. Francisco

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*****87.50 *****87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 28 PM 2:21
Amended
TLL APR 28 1997

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Attorneys At Law

JOHN P. FRAZER
JOHN G. HUBBARD
MARK W. BRANDT
THOMAS J. TRASK

April 24, 1997

Department of State
Attn: Thelma Lewis
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Specialty Staffing, Inc.
Ref. Number: P97000017237
Letter Number: 297A00019810

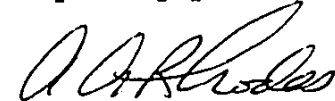
Dear Ms. Lewis:

Enclosed is a revised Amendment to Articles of Incorporation for the subject corporation. We have removed the word "Initial" from the registered agent article and enclose the signed acceptance from the registered agent.

Please return a certified copy of the Amendment to my attention.

Thank you for your attention to this matter.

Very truly yours,



JGH
John G. Hubbard
cm

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 18, 1997

JOHN G. HUBBARD, ESQ.
FRAZER, HUBBARD, BRANDT & TRASK, P.A.
P. O. BOX 1178
DUNEDIN, FL 34698

SUBJECT: SPECIALTY STAFFING, INC.
Ref. Number: P97000017237

We have received your document for SPECIALTY STAFFING, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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"); 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 (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 297A00019810

AMENDMENT TO ARTICLES OF INCORPORATION
OF
SPECIALTY STAFFING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 28 PM 2:24

The Articles of Incorporation of SPECIALTY STAFFING, INC., incorporated on February 20, 1997, shall be changed effective April 9, 1997 to read as follows:

1. ARTICLE I - NAME, as set forth in the Articles of Incorporation, shall be revised and substituted therefor shall be the following:

ARTICLE I - NAME

The name of this corporation shall be: VIP Staffing, Inc. and its street address is 1838 Venetian Point Drive, Clearwater, Florida 34615.

2. ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT, as set forth in the Articles of Incorporation, shall be revised and substituted therefor shall be the following:

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 1838 Venetian Point Drive, Clearwater, Florida 34615, and the name of the registered agent of this corporation at that address is Diane C. Francisco.

3. The foregoing Amendment was approved and adopted by the sole stockholder of Specialty Staffing, Inc. at a meeting of the stockholder on the 9th of April, 1997.

IN WITNESS WHEREOF, the undersigned shareholder has executed this Amendment to Articles of Incorporation this 9th day of April, 1997.

Specialty Staffing, Inc.

By: Lynn Donovan
Lynn Donovan
Shareholder/President

STATE OF FLORIDA
COUNTY OF PINELLAS

gm The foregoing instrument was acknowledged before me this
day of April, 1997, by LYNN DONOVAN, who (X) is personally
known to me or who has produced () a driver's license or
as identification.

Christine J. McEntee
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
CHRISTINE J. MCENTEE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453624
MY COMMISSION EXP. APR 18, 1999

**SPECIALTY STAFFING, INC.
ACCEPTANCE BY AGENT**

Having been named to accept service of process for the above-stated 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.

Signature:

Duke C. Francisco

Date:

4-23-97