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GILLIE & ASSOCIATES, INC.
2451 McMullen Booth Rd, Ste 212
Clearwater, FL 33759
813-799-7709

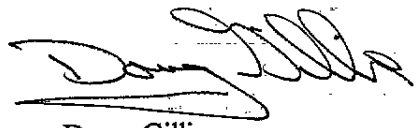
February 4, 1998

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300002423759-7
-02/06/98-01067-018
*****43.75 *****43.75

Enclosed please find our Articles of Amendment. Also, enclosed is a check for \$43.75 to cover the filing fee and certificate of status.

Thank you,



Doug Gillie
President

encls.

FILED
98 FEB -6 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and number: DG, 219

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

DUNHILL PROFESSIONAL SEARCH OF CLEARWATER, 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

AMENDED TO READ

" THE name of the CORPORATION
shall be GILLIE & ASSOCIATES, INC. "

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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:

N/A

THIRD: The date of each amendment's adoption: JAN. 27, 1998

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 27 day of JANUARY, 19 98

Signature E. Douglas Gillie Jr.
(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)

E. DOUGLAS GILLIE JR.
Typed or printed name

PRESIDENT / DIRECTOR
Title