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February 9, 1998

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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314
ATTN: Amendments Section

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-02/10/98--01005--006
*****35.00 *****35.00

RE: KeySource Teleservices, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment of the Articles of Incorporation for KeySource Teleservices, Inc.

Please file the original of the Articles, and return the copy stamped "filed" to me. Enclosed is a check in the amount of \$35.00 for payment of the applicable filing fee.

Thank you for your assistance in this matter. Please do not hesitate to contact me if you have any questions or require additional information.

Very truly yours,

Elizabeth A. Breeding
Elizabeth A. Breeding
Secretary to Jonathan L. Hay

JLH/eb
Enclosure
cc: Mr. Cornelius H. Goebertus

ENCLOSURES: ELIZAHAY@DEPTST.AMD

APPROVED
AND
FILED
98 FEB -9 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
P97000098433
NC + Amend
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308

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
KEYSOURCE TELESERVICES, INC.**

The undersigned, for the purpose of amending the Articles of Incorporation of KEYSOURCE TELESERVICES, INC., a corporation formed and existing under the laws of the State of Florida, adopts the following Articles of Amendment:

ARTICLE I

Name

The name of this corporation is currently KEYSOURCE TELESERVICES, INC., but is being changed by these Articles of Amendment.

ARTICLE II

Amendment to Articles

1. Article I of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

Article I

Name

The name of the corporation is KEYSOURCE SERVICES, INC.

2. Article II of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

Article II

Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation shall be 3843 Coopers Lake Road, Jacksonville, Florida 32224.

ARTICLE III

Date of Adoption

The amendment contained in these Articles of Amendment was adopted by resolution of the shareholders and directors of the corporation on the 6th day of February, 1998.

98 FEB -9 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE IV
Approval of Amendment

The amendment contained in these Articles of Amendment was approved by the unanimous vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the Secretary of the corporation has executed these Articles of Amendment this 6th day of February, 1998.

KEYSOURCE SERVICES, INC.

By: _____

Cornelius H. Goebertus