

P98000008230

Employers Research Services, Inc.

Post Office Box 4536

Winter Park, FL 32793-4536

407-658-2250 or 888-677-0511

407-275-7528 Fax

December 3, 1999

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

RE: Officer/Director Resignation
Corporation # P98000008230

500003061355--3

-12/06/99--01074--007

*****35.00 *****35.00

Dear Sir/ Madam,

Please find attached copies of the paperwork regarding the resignation of Rebecca Parker as an officer/director of Employers Research Services, Inc.

In addition, a filing fee of \$35.00 is enclosed. If you have any questions, please don't hesitate to contact us.

Thank you for your assistance in this matter.

Sincerely,



Susan M. Stevens
Vice President

Enc.

FILED
99 DEC -6 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Off King

T. LEWIS DEC 13 1999

**OFFICER/DIRECTOR RESIGNATION OF
EMPLOYERS RESEARCH SERVICES, INC.**

FILED
99 DEC -7 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, **REBECCA PARKER** hereby resign as Officer/Director of **EMPLOYERS
RESEARCH SERVICES, INC.** A corporation organized under the laws of the
State of Florida; and

That the corporation has been notified in writing of the resignation.



(Signature of resigning officer/director)

6/30/99

FILED
99 DEC -6 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EMPLOYERS RESEARCH SERVICES, INC.

WRITTEN CONSENT IN LIEU OF

DIRECTORS AND/OR SHAREHOLDERS MEETING

The following resolutions are hereby adopted upon unanimous written consent of all Directors and Shareholders of Employers Research Services, Inc.;

RESOLVED, that Patrick M. Sidorchuk will purchase 16 shares from Rebecca Parker at Sixteen (\$16.00) dollars per share and other valuable consideration; and

RESOLVED, that the Shareholders and/or Directors hereby approve the purchase by Patrick M. Sidorchuk of the aforementioned shares from Rebecca Parker for Sixteen (\$16.00) dollars per share and other good and valuable consideration.

Dated: 6/30/99, 1999.

Patrick M Sidorchuk
Patrick M. Sidorchuk, Shareholder/Director

Susan M Stevens
Susan M. Stevens, Shareholder/ Director

Rebecca Parker
Rebecca Parker, Shareholder/ Director