



ACCOUNT NO. : 072100000032

REFERENCE : 047429 80821A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 23, 2001

ORDER TIME : 3:33 PM

ORDER NO. : 047429-010

CUSTOMER NO: 80821A

CUSTOMER: Dennis E. Guidi, Esq.
Harris Guidi Rosner &
1837 Hendricks Avenue

Jacksonville, FL 32207

*Name
Change
Amend*
600003758736--1
-02/26/01--01003--021
*****70.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: PROFESSIONAL RECRUITING
SOLUTIONS OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133
EXAMINER'S INITIALS:

BR
2/27/01

01 FEB 23 PM 4:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 FEB 23 PM 4:43
DIVISION OF CORPORATION

FROM : Acadia Group, Inc.

FAX NO. : 904 928 0489

Feb. 27 2001 02:33PM P2



8705 Perimeter Park Blvd., Suite 4
Jacksonville, FL 32216
904.928.0488 / 1.800.628.8075
FAX 904.928.0489

February 27, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

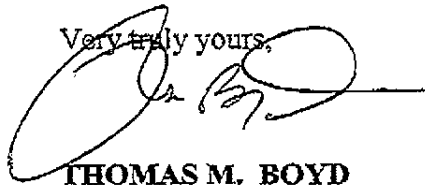
Re: Acadia Group, Inc.

Dear Sir or Madam:

Please be advised that upon the filing of the Articles of Dissolution of Acadia Group, Inc., we will not be seeking to revoke this dissolution on behalf of Acadia Group, Inc. and waive any claim to the use of the Acadia Group, Inc. name. Please further be advised that upon the dissolution of Acadia Group, Inc., Professional Recruiting Solutions of Florida, Inc., will change its name to Acadia Group, Inc. The shareholders, officers and directors are the same with respect to both corporations.

If you require anything further, please advise.

Very truly yours,



THOMAS M. BOYD

TMB/hlp

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

PROFESSIONAL RECRUITING SOLUTIONS OF FLORIDA, INC.

FILED
01 FEB 23 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

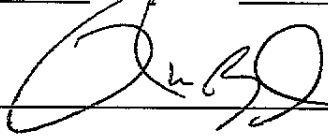
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation shall be changed from PROFESSIONAL RECRUITING SOLUTIONS OF FLORIDA, INC. to ACADIA GROUP, INC., effective upon filing with the Secretary of State, State of Florida.

SECOND: The date that this amendment was adopted is 2/8/01.

THIRD: The amendment was adopted by unanimous vote of the board of directors and shareholders.

Signed this 8th day of February, 2001.

By: 

Thomas M. Boyd
(Typed or printed name)

Chairman of the Board and President
(Title)