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March 6, 2000

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301

Re: STAFLAC SOLUTIONS, INC.

900003182199--5 -03/23/00--01120--004 *****43.75 *****43.75

Gentlemen:

Enclosed are the original and a copy of Amendment No. 2 to the Articles of Incorporation of the above captioned corporation. Please file the original and return the copy certified.

A check in the amount of \$43.75 is enclosed to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: Pater Blott

PB:sls

Enclosures

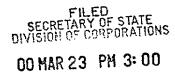
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DIVISION OF CORPORATION.

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name Charge NFT 3-31-2000

AMENDMENT NO. 2 TO ARTICLES OF INCORPORATION OF STAFLAC SOLUTIONS, INC.



STAFLAC SOLUTIONS, INC., a Florida corporation, under its corporate seal and by the hand of its sole Director, RON SELLERS, hereby certifies that:

Upon the proposal of the sole Director of the corporation, the sole Director and the sole Shareholder have unanimously agreed to change the name of the Corporation.

ARTICLE I

Name

The name of the corporation shall be RSA RESOURCES, INC.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its sole Director this 17th day of March, 2000.

STAFLAC SOLUTIONS, INC.

(CORPORATE SEAL)

Ron Sellers, Director

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JOINT DIRECTOR'S AND STOCKHOLDER'S CONSENT

Pursuant to Florida Statutes 607.0821 and 607.0704, we, the undersigned, being all of the Directors and Stockholders of STAFLAC SOLUTIONS, INC., a Florida corporation, do hereby consent to the amendment of the Articles of Incorporation to change the name of the corporation to "RSA RESOURCES, INC." The director of the corporation is authorized to execute an Amendment to the Articles of Incorporation and to see to its filing with the Secretary of State of Florida.

Dated this 17th day of March, 2000.

Ron Sellers, Director and Stockholder

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