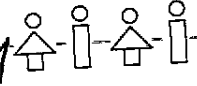


P98000107748

Robert V. Riley 
 PersonNet, Inc.
 PO Box 3436
 Holiday, FL 34690-0436

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 -03/29/99-01084-023
 *****87.50 *****43.75

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

~~699-9946~~

N/C

VS APR 20 1999

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 5, 1999

ROBERT V. RILEY
PERSONET, INC.
P.O. BOX 3436
HOLIDAY, FL 34690-0436

SUBJECT: PERSONET EMPLOYMENT RESOURCES II, INC.
Ref. Number: P98000107748

We have received your document for **PERSONET EMPLOYMENT RESOURCES II, INC.** and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 399A00017040

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TALLAHASSEE, FLORIDA

Articles of Amendment
To
Articles of Incorporation
Of
PersoNet Employment Resources II, Inc.

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 adopted

Article I

The name of the Corporation shall be changed to:

PersoNet Employment Options II, Inc.

Second:

There shall be no exchange, reclassification or cancellation of issued shares.

Third:

This amendment shall take effect 3/1/1999.

Fourth:

This amendment was adopted on 3/1/1999 by the incorporator without shareholder action and shareholder action was not required.

Signed this 24th day of March, 1999 by;

Robert V. Riley
Incorporator

Robert V. Riley
its President