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November 18, 1999

Division of Corporations
Attn: Amendments
409 East Gaines Street
Tallahassee, Florida 32399

400003049884--0
-11/19/99-01074-005
*****35.00 *****35.00

RE: Articles of Amendment

Dear Sir or Madam:

Enclosed herewith are the following:

1. One original and one copy of the Articles of Amendment to the Articles of Incorporation of The Kimley-Horn Group, Inc.;
2. Our Firm check in the amount of \$35.00, as the requisite filing fee; and
3. A self-addressed stamped envelope.

Please file the Articles of Amendment and return the copy to my attention in the enclosed self-addressed stamped envelope.

Please do not hesitate to contact me at (919) 743-7313 with any questions or concerns regarding the above-mentioned filing.

Thank you for your assistance in this matter.

Respectfully,

Wendy A. Murry
Wendy A. Murry

N/C

Enclosures

cc: Curtis Brewer IV, Esq.

V. SHEPARD DEC 1 1999

FILED
99 NOV 19 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE KIMLEY-HORN GROUP, INC.

FILED
99 NOV 19 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

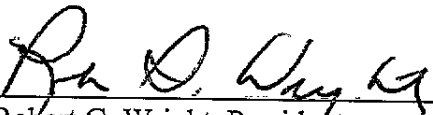
Pursuant to Section 607.1006 of the Florida Statutes, the undersigned corporation hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is The Kimley-Horn Group, Inc.
2. Article 1 of the Articles of Incorporation is deleted in its entirety and the following is substituted therein:

The name of the corporation is Associates Group Services, Inc.
3. The date of the amendment's adoption is the 18th day of November, 1999.
4. The amendment does not provide for the exchange, reclassification, or cancellation of issued shares.
5. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 18th day of November, 1999.

THE KIMLEY-HORN GROUP, INC.

By: 
Robert G. Wright, President