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DIVISION OF CORPORATIONS

BASIC AMENDMENT

MODIS PROFESSIONAL SERVICES, INC.

2001 DEC 24 PM 5:00

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MODIS PROFESSIONAL SERVICES, INC.

EFFECTIVE DATE
1-1-02

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of this Corporation is Modis Professional Services, Inc.
2. Article I of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE I
NAME

The name of this Corporation is MPS Group, Inc."

3. The foregoing amendment was approved by the Board of Directors of the Corporation by Unanimous Written Consent on September 4, 2001, and it was recommended that the Articles of Amendment be presented to the Shareholders for adoption at a special meeting.

4. The foregoing amendment was adopted pursuant to Section 607.1003, Florida Business Corporation Act, at a special meeting of the Shareholders of the Corporation on October 24, 2001, by the affirmative vote of a majority of the Shareholders of the Corporation having voting rights, and the number of votes cast in favor of the Articles of Amendment was sufficient for its approval.

5. The effective time and date of the Articles of Amendment shall be 12:00 a.m., January 1, 2002.

IN WITNESS WHEREOF, Modis Professional Services, Inc. has caused these Articles of Amendment to Amended and Restated Articles of Incorporation to be executed in its name by its Senior Vice President this 21st day of December, 2001.

MODIS PROFESSIONAL SERVICES, INC.

By: 

Marc M. Mayo
Senior Vice President

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TOTAL P.02