

V 38669



ACCOUNT NO. : 072100000032

REFERENCE : 452713 4812821

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
01 AUG 31 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 30, 2001

ORDER TIME : 11:10 AM

ORDER NO. : 452713-005

CUSTOMER NO: 4812821

CUSTOMER: Ms. Veronica Hernandez-romo
Fulbright & Jaworski
666 Fifth Avenue
31st Floor
New York, NY 10103-3198

700004565747--8

DOMESTIC AMENDMENT FILING

NAME: SYSTEM ONE SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

NC
8-31-01
PKS

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 31 PM 12:13
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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: _____

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SYSTEM ONE SOLUTIONS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, System One Solutions, Inc., a Florida corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is System One Solutions, Inc.

ARTICLE II

Amendment

The text of the amendment to the Corporation's Articles of Incorporation is as follows:

"ARTICLE I

Name

The name of the Corporation is TMP Worldwide eResourcing America,

ARTICLE III

Date of Adoption

This amendment was adopted on the 29th day of August, 2001

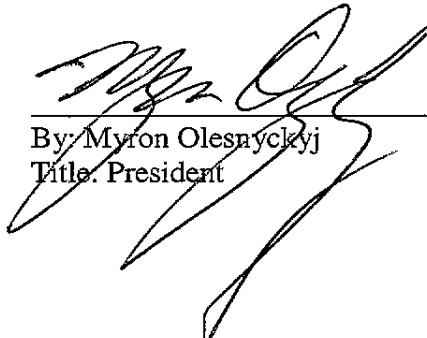
ARTICLE IV

Manner of Adoption

This amendment was duly approved by the sole shareholder of the Corporation and the number of votes cast for the amendment by the sole shareholder was sufficient for approval.

Dated this 29th day of August 2001.

SYSTEM ONE SOLUTIONS, INC.


By: Myron Olesnyckyj
Title: President

FILED
01 AUG 31 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA