

V38669

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 187200 7377679
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 35.00

ORDER DATE : July 29, 2003

ORDER TIME : 10:37 AM

ORDER NO. : 187200-010

CUSTOMER NO: 7377679

CUSTOMER: Mr. Robert E. Buccarelli
Hudson Highland Group, Inc.
38th Floor
622 Third Avenue
New York, NY 10017

DOMESTIC AMENDMENT FILING

NAME: HUDSON HIGHLAND GROUP GLOBAL
RESOURCES AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

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CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
03 JUL 30 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hudson Highland Group Global Resources America, Inc.
(present name)

V38669
(Document Number of Corporation (If known))

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I is hereby amended to read as follows:

ARTICLE I
Name

The name of the corporation is Hudson Global Resources America, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 29, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29th day of July, 2003

Signature

Robert A. Buccarelli

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Robert Buccarelli

(Typed or printed name)

Assistant Secretary

(Title)