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07/19/2001	200119900354	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	75.00	100.00	.00	.00	.00

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STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

684911

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

AREA TEMPS, INC.

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
DOMESTIC/AMENDMENT TO ARTICLES	**200119900354**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 17th day of July, A.D. 2001.

J. Kenneth Blackwell

Ohio Secretary of State

DOC ID ----> 200119900354

EXPEDITE
SECRETARY OF STATE

2001 JUL 17 AM 10:43

CLIENT SERVICE CENTER

CERTIFICATE OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

AREA TEMPS, INC.
(Charter No. 684911)

Raymond A. Castelluccio, President, and Carolyn Castelluccio, Secretary, of Area Temps, Inc., an Ohio corporation (the "Corporation"), do hereby certify that on July 16, 2001, in a writing approved and signed as specified in Section 1701.54 of the Ohio Revised Code, the sole Shareholder of the Corporation adopted the following resolutions; and that said resolutions are valid and binding, have not been amended, modified or rescinded, and are in full force and effect on the date hereof:

> RESOLVED, that the Corporation's Articles of Incorporation be amended to increase the authorized number of the Corporation's shares, with no par value, from 750 to 1,000 and to create two separate classes of Shares: (i) common stock, with no par value, and (ii) Class A Non-Voting common stock, with no par value; and
>
> FURTHER RESOLVED, that to effect the preceding resolution, Article FOURTH of the Articles of Incorporation of the Corporation is hereby amended and restated as follows:
>
> "FOURTH: The number of shares which the Corporation is authorized to have outstanding is 1,000, of which 100 shall be common shares, with no par value, and 900 shall be Class A Non-Voting common shares, with no par value. Class A Non-Voting common shares shall have no voting rights except as required by Ohio law; in all other respects, each share of Class A Non-Voting common stock shall carry the same rights as each share of common stock."

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The foregoing Article FOURTH of the Corporation's Amended Articles of Incorporation shall supersede and take the place of the heretofore existing Article FOURTH of such Articles of Incorporation.

IN WITNESS WHEREOF, said Raymond A. Castelluccio, President, and Carolyn Castelluccio, Secretary, of Area Temps, Inc., acting for and on behalf of the Corporation, have hereunto subscribed their names this 16th day of July, 2001.

Raymond A. Castelluccio, President

Carolyn Castelluccio, Secretary