

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
12/23/97

CHARTER NUMBER: 550052
ROLL AND FRAME: 6111-0379

CORPORATION:

INTERIM PERSONNEL OF LIMA, INC.

06111-0379
DOCUMENT NUMBER

CODE	FEE
AMD	160.00
MIS	10.00
INC	NO FEE

97120553801
97120553801

067075

RETURN TO: DALEY, BALYEAT, BALYEAT & LEAHY
ATTN C W DALEY
1728 ALLENTOWN RD
LIMA OH 45805

TOTAL : 170.00

0600

6111-0380



The State of Ohio

Bob Taft

Secretary of State

550052

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: AND HIS INC

of:

INTERIM PERSONNEL OF LIMA, INC.

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

Recorded on Roll 6111 at Frame 0381 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 16TH day of DEC

A.D. 19 97 .



Bob Taft
Bob Taft
Secretary of State

06111-0381
CERTIFICATE OF AMENDMENT
TO ARTICLES OF
INTERIM PERSONNEL OF LIMA, INC.

#55052
APPROVED
 By KL
 Date 12-16-97
 Amount 160.00
 97120553801

Robert M. Schulte, Sr., President and Cindy Kettelman, Secretary of Interim Personnel of Lima, Inc., an Ohio Corporation, with its principal office located at Lima, Ohio, do hereby certify that in a writing approved and signed by the Shareholders, the following resolution was adopted:

RESOLVED:

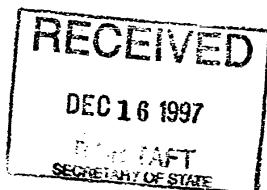
That the Articles of Incorporation be amended by deleting the existing FOURTH Article and substituting in lieu thereof, a new Article FOURTH to read as follows:

FOURTH: The type and number of shares which the Corporation is authorized to have outstanding is as follows:

- (1) **CLASS "A" COMMON.** The Corporation is authorized to have outstanding 500 no par Class "A" common shares with equal voting rights of one vote per share.
- (2) **CLASS "B" COMMON.** The Corporation is authorized to have outstanding 2000 no par Class "B" common shares, said Class "B" common shares being equal in all respects permitted by law to the Class "A" common shares of the Corporation except that the no par Class "B" common shares shall be non-voting shares.

IN WITNESS WHEREOF, the said Robert M. Schulte, Sr., President and Cindy Kettelman, Secretary of Interim Personnel of Lima, Inc., acting for and on behalf of said Corporation, have hereunto subscribed their names and caused the seal of said Corporation to be hereunto affixed this 4th day of December, 1997.

INTERIM PERSONNEL OF LIMA, INC.



Robert M. Schulte, Sr.
 Robert M. Schulte, Sr., President

Cindy Kettelman
 Cindy Kettelman, Secretary

06111-0382

LAW OFFICES
DALEY, BALLYEAT, BALLYEAT & LEAHY
1728 ALLENTOWN ROAD
LIMA, OHIO 45805

CHARLES W. DALEY
ROBERT L. BALLYEAT
WILLIAM B. BALLYEAT
JOHN M. LEAHY
DOUGLAS A. DALEY
CLAY W. BALLYEAT

TELEPHONE 227-0595
AREA CODE 419
TELECOPIER 227-3177

December 15, 1997

VIA FedEx

Secretary of State
30 East Broad Street, 14th Floor
Columbus, OH 43266-1418

RE: INTERIM PERSONNEL OF LIMA, INC.
Document No. 97120553801

Dear Sir:

Enclosed is the additional monies requested along with
an additional \$10 for the documents to be expedited. We
anxiously await to receive approval from you.

Thank you.

Very truly yours,

Charles W. Daley
Charles W. Daley

CWD/dls

CORRESPONDENCE