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BASIC AMENDMENT

TOPIC OF MOUNT DORA, INC.

Certificate of Status	0
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Capital Connection, Inc.

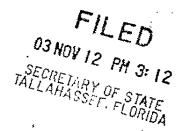
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CAPITAL CONNECTION



ARTICLES OF AMENDMENT CHANGE OF CORPORATE NAME TOPIC OF MOUNT DORA, INC.

The following provisions of the Articles of Incorporation of TOPIC OF MOUNT DORA, INC., a Florida Corporation, filed in the office of the Florida Department of State on June 13, 1978, Charter Number 575613, be and they hereby are amended in the following particulars:

Article I, be and it hereby is deleted in its entirety and is amended to read as follows:

ARTICLE I - NAME OF CORPORATION.

The name of this Corporation shall be

TMD, INC.

The foregoing amendment and the following resolutions were unanimously adopted by the Stockholders and Directors of the Corporation pursuant to all of the applicable provisions of Florida law and the Bylaws of the Corporation on the 10th day of November, 2003.

IT IS RESOLVED that all of the outstanding shares of said Corporation shall be surrendered to the Treasurer in exchange for new stock in exactly the same number of shares issued under the corporate name as amended. The Secretary of the Corporation shall notify each Stockholder, in writing as to the necessity and reason for this exchange of stock. The expenses of the exchange of stock shall be the sole expense of the Corporation; and

BE IT FURTHER RESOLVED that the President and Secretary of the Corporation shall execute a Certificate of Amendment to the Articles of Incorporation and shall cause the Amendment to be filed with the Department of State, Corporation Division, State of Florida. Further, the President and Secretary shall take such other action as may be necessary or appropriate to change the name of this Corporation and to advise and Inform the general public of the name change.

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IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation who are also the only stockholders and directors of the corporation have executed these Articles of Amendment this /P day of November, 2003.

TOPIC OF MOUNT DORA, INC.

Attest Muchay Machin

LUTHER C. STINNETT, PRESIDENT

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Articles of Amendment were executed before me by Luther C. Stinnett, as President and Clement Story, III as Secretary of TOPIC OF MOUNT DORA, INC., who are personally known to me and who took an oath, this 10 day of November, 2003.

Notary Public

My Commission Expires:

My Commission DD187772
Expires Depember 05, 2005