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(Re	equestor's Name)	
(Ac	ldress)	
(Ad	ldress)	
(Cit	ty/State/Zip/Phone	» #)
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SECRETARY OF STATE

ACCORDE

TravelMedia[®]

NEXT GENERATION PUBLIC TELECOMMUNICATIONS
AND DIGITAL MEDIA TECHNOLOGY

October 24, 2003

Florida Department of State Division of Corporations Amendment Section 409 East Gaines Street Tallahassee, Florida 32399

RE: Corporate Name Change

Gentlemen:

Enclosed please find adopted articles of amendment to Articles of Incorporation, changing the name of the corporation.

Also enclosed is a check for \$52.50 for the following services:

\$35.00 Filing fee for the articles of amendment

\$8.75 Certified copies of the amendment

\$8.75 Certificate of status.

Sincerely yours,

David L. Grabowski

President

DISECRETARY OF STATES

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TravelMedia, Inc.

(Present Name)

P3000081729

(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

The name of this corporation is: TravelMedia II, 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: T	he date of each amendment's adoption:		
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"		
	for approval byvoting 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 28th day of October 2003		
	Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)		
	David L. Grabowski		
	(Typed or printed name of person signing)		
	President		
	(Title of names significal)		

FILING FEE: \$35