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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend.*

# LEGAL & COMPLIANCE, LLC

*LAURA ANTHONY, ESQUIRE*  
*STUART REED, ESQUIRE*

WWW.LEGALANDCOMPLIANCE.COM

*DIRECT E-MAIL:*  
LAURAANTHONYPA@AOL.COM

December 15, 2004


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

Re: Total Digital Displays, Inc.

Sir/Madame:

Enclosed please find a check in the amount of Forty-Three Dollars and Seventy-Five Cents (\$43.75) payable to the Florida Department of State together with an original and one copy of the Articles of Amendment for Total Digital Displays, Inc. Please return a certified copy of the Articles of Amendment payment for which is included.

Sincerely yours,

  
Laura E. Anthony,  
For the Firm

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**  
**TOTAL DIGITAL DISPLAYS, INC.**

**I. NAME**

The name of the corporation is Total Digital Displays, Inc.

**II. AMENDED ADOPTED**

Article IV entitled Shares shall be removed in its entirety and the following Article IV shall be in its stead:

**ARTICLE IV SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000,000 shares of common stock having no par value per share. Each common share shall entitle the holder thereof to one vote. No holder of the common shares shall be entitled to any right of cumulative voting.

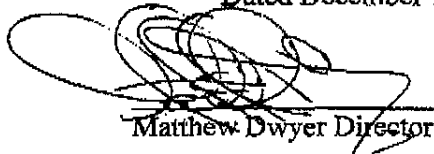
**III. PROVISIONS FOR IMPLEMENTATION**

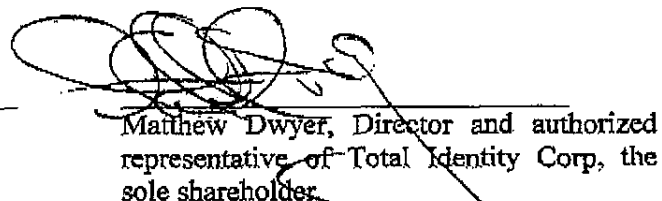
There is only one holder of common shares, and such Holder has executed and approved this amendment. No other action is necessary to implement this amendment.

**IV. DATE OF ADOPTION OF AMENDMENT**

The herein amendment was adopted on December 14, 2004 by the Board of Directors and Shareholders.

Dated December 14, 2004.

  
Matthew Dwyer Director

  
Matthew Dwyer, Director and authorized  
representative of Total Identity Corp, the  
sole shareholder