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BASIC AMENDMENT

W.T.M., INC.

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Capital Connection, Inc.

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

July 23, 2004

W.T.M., INC. 2600 24 ST N ST PETERSBURG, FL 33710

SUBJECT: W.T.M., INC. REF: P04000061358

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheat.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6027.

Michelle Milligan Document Specialist FAX Aud. #: H04000152273 Letter Number: 704A00046697

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Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

CAPITAL CONNECTION

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

W.T.M., INC.

(present name)

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 II: PRINCIPAL OFFICE - The principal place of business and mailing address of the corporation is 1704 West Bay Drive, Largo, FL 33770. ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS - The name and address of the initial registered agent is: William T. McGovern, 1704 West Bay Drive, Largo, FL 33770.

ARTICLE VII: OFFICERS AND DIRECTORS - The initial officers and directors of the corporatoin is President/Vice-President/ Secretary/Treasurer: William T. McGovern, 1704 West Bay Drive, Largo, FL 33770.

All other Articles are the same.

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:

Not applicable.

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THIRD: T	he date of each amendment's adoption: Auly 22, 2004		
FOURTH:	Adoption of Amendment(s) (CHECK ONE)		
Ø	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"		
	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.		
5	Signed this 22 nd day of July		
Signature 7	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the sharsholders)		
	OR		
	(By a director if adopted by the directors)		
OR			
(By an incorporator if adopted by the incorporators)			
	Typed or printed came		

Title

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