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DIVISION OF CORPORATIONS

BASIC AMENDMENT

TRANS DISCOUNTERS OF FLORIDA, INC.

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TRANS DISCOUNTERS OF FLORIDA, INC.**

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the Chief Executive Officer of TRANS DISCOUNTERS OF FLORIDA, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida (the "Corporation"), bearing document number P04000115867, does hereby certify that the following resolutions were adopted pursuant to the authority of the Board of Directors. The Corporation has not yet issued shares of the capital stock of the Corporation. The following Amendment to the Articles of Incorporation was adopted by the sole director of the Corporation, pursuant to written consent of such director as of the 9th day of December 2004, in a manner prescribed by the Florida Business Corporation Act, Chapters 607.0821 and 607.1005, Florida Statutes, to be effective upon a filing with the Secretary of State. Shareholder approval for this Amendment was not required.

RESOLVED, that Article I - NAME of the Corporation's Articles of Incorporation be, and hereby is, deleted in its entirety and replaced with the following:

ARTICLE I - NAME

The name of this Corporation is: Referral Based Systems Enterprises, Inc.

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of this Corporation, has executed these Articles of Amendment as of December 13th, 2004.

TRANS DISCOUNTERS OF FLORIDA, INC.

By: Michael Rideman

Michael Rideman, Chief Executive Officer

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