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GREENBERG TRAURIG - 850 205 0381

NO. 206

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Division of Corporations

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NO. 206 002



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January 16, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TDP INC.
C/O COREDIRECT AGENTS, INC.
515 E PARK AVE
TALLAHASSEE, FL 32301

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**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
TDP INC.**

TDP Inc., a Florida corporation (the "Corporation"), hereby certifies, pursuant to and in accordance with Section 607.1006 of the Florida Business Corporation Act (the "Act"), for the purpose of filing its Articles of Amendment to the Amended and Restated Articles of Incorporation (the "Amended Articles") with the Department of State of the State of Florida, that:

1. The name of the Corporation is TDP Inc.
2. The Corporation's Articles of Incorporation are hereby amended to increase the number of shares designated as Series A Participating Convertible Preferred Stock by deleting the phrase "Seven Hundred Thousand (700,000) shares" that in the second paragraph of Article IV section B and replacing it with the phrase "One Million One Hundred Thousand (1,100,000) shares."
3. The Amended Articles were adopted and approved on January 8, 2007 (i) by a unanimous written consent of the directors of the Corporation and (ii) by a written consent of the holders of a majority of the outstanding shares of common stock and of Series A Participating Convertible Preferred Stock of the Company. The Amended Articles shall be effective upon filing with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to the Amended and Restated Articles of Incorporation to be executed by a duly authorized officer of the Corporation and attested by its Secretary as of this 8th day of January, 2007.

TDP INC.

By: Walter R. Nowick

Walter R. Nowick
President

Attest:

By: _____

Scott B. Relf
Secretary

H07000013012 3

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TDP INC.

By: _____

Walter R. Nowick
President

Attest:

By: _____

Sean B. Relf
Secretary