

Division of Corporations

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Florida Department of State
Division of Corporations
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TDP INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "One Million One Hundred Thousand (1,100,000) shares" in the second paragraph of Article IV section B(1) and replacing it with the phrase "Two Million Six Hundred Thousand (2,600,000) shares."
3. The Amended Articles were adopted and approved on March 30, 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 30th day of March, 2007.

TDP INC.

By: Walter R. Novick
Walter R. Novick
President

Attest:

By: _____
Scott B. Relf
Secretary

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Walter R. Novick
President

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By:


Scott B. Relf
Secretary

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