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COVER LETTER

' TO: Amendment Section Division of Corporations

| Mailing Address Amendment Section Division of Corporations Division of Corporations P.O. Bare 6227 Clifton Building | NAME OF CORPORATION: | | H.D. INTERNATIONAL, I | NC. | |
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| Lois J. Walters | DOCUMENT NU | MBER: | P99000042643 | | |
| Lois J. Walters Name of Contact Person Womeldorph CPAs, P.A. Firm/ Company 8632 STATE ROAD 70 EAST Address BRADENTON, FL 34202 City' State and Zip Code LOIS@WOMELDORPHCPA.COM E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Lois J. Walters Name of Contact Person Area Code & Daytime Telephone Number Enclosed is a check for the following amount made payable to the Florida Department of State: Stiffing Fee Stiffing Fee & Certified Copy (Additional copy is enclosed) Mailing Address Amendment Section Division of Corporations Civing Polybria | The enclosed Artic | les of Amendment and fee | are submitted for filing. | | |
| Name of Contact Person Womeldorph CPAs, P.A. | Please return all co | rrespondence concerning th | is matter to the following: | | |
| Womeldorph CPAs, P.A. Firm/ Company 8632 STATE ROAD 70 EAST Address BRADENTON, FL 34202 City/ State and Zip Code LOIS@WOMELDORPHCPA.COM E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Lois J. Walters Name of Contact Person Area Code & Daytime Telephone Number Enclosed is a check for the following amount made payable to the Florida Department of State: State Certificate of Status Certificate of Status Certificate of Status Mailing Address Amendment Section Division of Corporations | | | | | |
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| BRADENTON, FL 34202 City/ State and Zip Code LOIS@WOMELDORPHCPA.COM E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Lois J. Walters at (941 351-3561 Name of Contact Person | | 8632 STATE ROAD 70 EAST | | | |
| City/ State and Zip Code | | | Address | | |
| LOIS@WOMELDORPHCPA.COM E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Lois J. Walters at (941 351-3561 Name of Contact Person Area Code & Daytime Telephone Number Enclosed is a check for the following amount made payable to the Florida Department of State: Street Address (Additional copy is enclosed) Mailing Address Amendment Section Division of Corporations Certificate of Status Certified Copy (Additional Copy is enclosed) | | BRA | ADENTON, FL 34202 | | |
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| Tallahassee, FL 32314 2661 Executive Center Circle Tallahassee, FL 32301 | Amendment Section Division of Corporations P.O. Box 6327 | | Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle | le | |

ARTICLES OF AMENDMENT

OF

MERCHANTS REWARD, INC.

2010 JAN 25 PH 12: 15

These Amendments of the Articles of Incorporation are made and substapped for Albeypurposes of amending the articles of incorporation of Merchants Reward, Inc. under Florida General Corporation Chapter 607.1006, Florida Statutes.

NAME AND PRINCIPAL ADDRESS

The name of this corporation is:

MERCHANTS REWARD, INC.

The principal address of the corporation is:

2768 Harvest Drive

Sarasota, Florida 34240

AMENDMENT OF NAME

This corporation is changing the corporate name to be H.D. INTERNATIONAL, INC., effective January 18, 2010.

This amendment was made on January 18, 2010 unanimous by vote of the one stockholder of common stock of the corporation.

The name and address of the person signing these Amendments of the Articles is:

Edgar C. Winkler

2768 Harvest Drive Sarasota, Florida 34240

IN WITNESS WHEREOF, the undersigned President has executed these Amendments of the Articles of Incorporation this 18th day of January, 2010.