I recently taught a terminal class for non-math majors called 'The Nature of Mathematics'. The syllabus consisted of Set Theory, Logic, Mathematical Systems and Number Theory. The students were generally bright and engaged, but math is "not their thing". Having previously tried numerous ways to make the subject matter more interesting and relevant to such students, I decided to try using group topics as a way to motivate their learning. The students divided themselves into groups of four and were given a 'group topic book', which they were instructed to rotate around the group members. They then chose a 'group topic' which they would use for the rest of the semester. They could either pick one from a list I gave them (such as the Arts, Sports, Food & Drink, Nature, Science) or come up with their own. Every time we had an example of a new concept in class, they were required to get together and construct their own example, based on their group topic. In addition, they worked on a semester-long topic-based group project. I took the books in at regular intervals, and used their examples to generate 'personal' exam questions to ensure that each member of the group was contributing. The level of understanding of concepts increased dramatically through the use of this technique. (Received September 20, 2009)