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TELESERVICES INTERNATIONAL GROUP, INC.

100 SECOND AVENUE SOUTH

ST. PETERSBURG, FL 33701

TEL 727/897-4036 FAX 727/897-4029

phenry@tsig.com

MEMORANDUM

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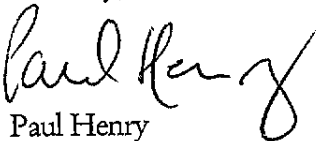
TO: Florida Department of State, Division of Corporations
FROM: Paul Henry, tel 727/897-4036, phenry@tsig.com
SUBJECT: Corporate Name Change
DATE: July 9, 1999

On July 8, 1999, the shareholders of TeleServices International Group Inc. voted to change the name of the corporation to TeleServices Internet Group Inc. I enclose an original, executed copy of the Articles of Amendment to the Articles of Incorporation and a \$35.00 filing fee, made payable to Florida Department of State.

Also enclosed is a photocopy and a stamped, self-addressed envelope. Please date-stamp the photocopy and return same in the envelope provided.

Thank you.

Sincerely,



Paul Henry
Secretary/Director

encls.

cc: Troy Young, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

TELESERVICES INTERNATIONAL GROUP INC.

Pursuant the provisions of Section 607.1006 of the Florida Business Corporation Act, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article I of the Articles of Incorporation of this corporation is hereby amended to read to follows:

ARTICLE I

The name of the corporation shall be TeleServices Internet Group Inc.

SECOND: Article IV of the Articles of Incorporation of this corporation is hereby amended to read to follows:

ARTICLE IV

The Company is authorized to issue 300,000,000 shares of Common Stock having a par value of .0001 each. Additionally, the Company is authorized to issue 10,000,000 shares of Preferred Stock, having a par value of .001 each. The Preferred Stock may be issued in a series from time to time with such designation, rights, preferences and limitations as the Board of Directors of the Company may determine by resolution. The rights, preferences and limitations of a separate series of Preferred Stock may differ with respect to such matters as may be determined by the Board of Directors, including, without limitation, the rate of dividends, method and amounts payable on liquidation, sinking fund provisions (if any), conversion rights (if any), and voting rights.

THIRD: The foregoing amendments were adopted by the shareholders at a special meeting held on July 8, 1999. The number of votes cast for the amendments were sufficient for approval.

Signed this 8th day of July, 1999.

By: 
Robert P. Gordon, Chairman