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FILED
03 JUN 13 AM 10:30
SEALARY OF JUDGE
TALLAHASSEE, FLORIDA

KORIAL & ASSOCIATES, LLC

9425 Craven Road Suite 5

Jacksonville, FL 32257

Telephone (904) 448-6646 Fax (904) 448-8221

LENA KORIAL YONAN

MEMBER FL BAR

VIA USPS EXPRESS MAIL

June 11, 2003

Department of State
Division of Corporation
Corporate Filings
PO Box 6327
Tallahassee, Florida 32314

RE: Amend to the Articles of Organization of a Florida Limited Liability Company
Company Name: Media Group International, LLC

Dear Representative:


Please find enclosed the Department of State forms for filing to amend the articles of organization for MEDIA GROUP INTERNATIONAL, LLC. The original article of incorporation was filed with the Department of State, Division of Corporations, on June 27, 2002. Jason Freeman, owner of Media Group International, would now like to amend the articles with the noted changes included on the forms.

Please find enclosed the amount of fifty-five dollars (\$55.00) for amending the articles of incorporation (\$25.00) and also for you to forward to our office a Certified Copy of the amended articles of incorporation (\$30.00).

Thank you for your prompt and courteous attention to this matter.

If you have any questions or require any additional information, please do not hesitate to contact me at the number listed above

Sincerely,


Lena Korial Yonan
Attorney at Law

Enclosures:
\$55.00 Filing Fees
Forms for amending articles of incorporation

FILED
03 JUN 13 AM 10:30
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Media Group International, LLC

(Present Name)
(A Florida Limited Liability Company)

FILED
03 JUN 13 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The date of filing of the articles of organization was June 27, 2002

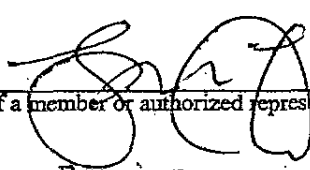
SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company. 5.1 Number and Qualifications of Manager(s). As provided in the Articles of Organization, the company shall be managed by Member-Manager(s), who initially shall be Stuart Freeman and Jason Freeman (the "Manager(s)").

8.6 Notices: All notices required to be given under this agreement shall be delivered via email and/or be personally delivered and/or be mailed by certified mail, to the secretary of the Company at its principal offices and to the members at the following addresses:

Stuart Freeman
c/o TMH Telemedia Services Ltd
10 St. Peters Court Colchester
Essex CO1 1WD

Jason Freeman
c/o Media Group International, Inc.
166 A1A Hwy North Suite 201-M
Ponte Vedra Beach, FL 32082

Dated June 11th, 2003



Signature of a member or authorized representative of a member

Jason Freeman

Typed or printed name of signee

Filing Fee: \$25.00