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February 22, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Global Internet Fund Group, Inc.
Amendments to Articles of Incorporation

Dear Sir/Madam:

Enclosed please find one original and one copy of Articles of Amendment to Articles of Incorporation of Internet Global Fund Group, Inc. and a money order in the amount of \$35.00 to cover the cost of the filing fees. Please return a time-stamped copy of the of the Articles of Amendment in the enclosed, pre-paid, self-addressed envelope.

Thank you for your time and attention to this matter

Rockelle R. Grose
Global Internet Fund Group, Inc.
225 Mizner Blvd., Ste. 640
Boca Raton, FL 33432

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

V. SHEPARD MAR 13 2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GLOBAL INTERNET FUND GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation of lists the officers as:

President:	William L. Haynes
Vice President:	Rochelle R. Gross
Secretary:	David Van Vort
Treasurer:	David Van Vort

SECOND: The Officers of the Corporation shall be changed to:

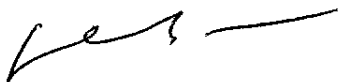
CEO:	William L. Haynes
President:	Kent Whitesel
Vice President:	David Van Vort
Secretary:	Rochelle R. Gross
Treasurer:	Rochelle R. Gross

THIRD: The date of the adoption of this amendment is the 14th day of January, 2000.

FOURTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

FIFTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 14th day of January, 2000.

A handwritten signature in black ink, appearing to read 'David Van Vort', with a long horizontal stroke extending to the right.

David Van Vort, Director