

PO1000045978

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

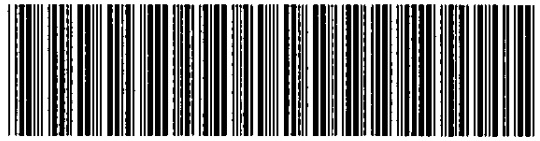
(Business Entity Name)

(Document Number)

Certified Copies Certificates of Status

Special Instructions to Filing Officer:
We filed a fax filing due to a
Bus. need on Corp. Behalf.
M

Office Use Only



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12/03/08--01033--011 **52.50

SECRETARY OF STATE
ALLAHASSEE, FLORIDA
08 DEC -3 PM 2:06

FILED

Amended
12-11-08
CUT

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Interact Holdings Group, Inc.

DOCUMENT NUMBER: P01000045978

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William Yates
(Name of Contact Person)

Interact Holdings Group, Inc.
(Firm/ Company)

2854 Johnson Ferry Road, Suite 250
(Address)

Marietta, GA 30062
(City/ State and Zip Code)

For further information concerning this matter, please call:

William Yates at (678) 388-9857
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|---|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 8, 2008

WILLIAM YATES
INTERACT HOLDINGS GROUP, INC.
2854 JOHNSON FERRY ROAD, SUITE 250
MARIETTA, GA 30062

SUBJECT: INTERACT HOLDINGS GROUP, INC.
Ref. Number: P01000045978

We have received your document for INTERACT HOLDINGS GROUP, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The subject entity was administratively dissolved or its certificate of authority was revoked for failure to appoint and maintain a registered agent. To reinstate the entity, please complete the enclosed form. The total fee due is \$600.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 908A00059528

Articles of Amendment
to
Articles of Incorporation
of

eff
Dec 8-08

Interact Holdings Group, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P01000045978

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

08 DEC -3 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article V - The issued shares of the Company's Common Stock, par value \$0.00001
per share (the "Old Common Stock") outstanding or held as treasury shares as of the
open of business on the effective date of these Articles of Amendment shall automatically
and without any action on the part of the holders of the Old Common Stock shall be
reverse-split ("the split") on a 1 for 200 basis so that 200 shares of the Old Common Stock shall be
converted into and reconstituted as one share of Common Stock, par value \$0.00001
per share ("the New Common Stock"). Stockholders will not receive fraction post reverse split
shares in connections with Split but instead will have any resulting fractional shares
rounded up to the nearest whole number. (see attachment 2.A)

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

EAH

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: Interact Holdings Group, Inc.
- 2. The principal office address: 9625 MISSION GORGE RD, SUITE B2366, SANTEE CA 92071 US
- 3. The mailing address (if different): _____
- 4. Date of incorporation/qualification: 05/08/2001 Document number: P01000045978

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

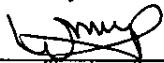
CAPITOL CORPORATE SERVICES, INC.
155 OFFICE PLAZA DRIVE SUITE A
TALLAHASSEE, FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

InCorp Services, Inc.
17888 67th Court North
(P.O. Box NOT acceptable)
Loxahatchee, FL 33470

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

William E. Yates / PRESIDENT
(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

9/6/08
(Date)

If signing on behalf of an entity:

Janice Null on behalf of InCorp Services, Inc.
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
 MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
 CR2E045 (8/05)

The date of each amendment(s) adoption: November 24, 2008

Effective date if applicable: December 8, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**


The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William Yates
(Typed or printed name of person signing)

President and Chief Executive Officer
(Title of person signing)

FILING FEE: \$35