

FROM

P9400002709

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BASIC AMENDMENT

INTERSEARCH GROUP, INC.

Certificate of Status	0
Certified Copy	1
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Amend/cc
@ 9.27.05

FROM

(TUE) 9. 27' 05 12:53/ST. 12:52/NO. 4863333792 P 2

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**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
INTERSEARCH GROUP, INC.**

FILED
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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is InterSearch Group, Inc.
(Document Number P94000027095).

SECOND: The Amended and Restated Articles of Incorporation of the Corporation are amended as follows:

I. Section A of Article III (Capital Stock) is hereby amended and restated to read in its entirety as follows:

III
Capital Stock

A. The Corporation shall have the authority to issue five billion two hundred million (5,200,000,000), of which five billion (5,000,000,000) shares shall be Common Stock having a par value of \$0.001 per share (the "Common Stock"), and two hundred million (200,000,000) shares of Preferred Stock having a par value of \$0.001 per share (the "Preferred Stock"), of which 137,442,776 shall be designated as "Series A Preferred Stock" (The "Series A Preferred")."

THIRD: The foregoing amendment to the Amended and Restated Articles of Incorporation of the Corporation was adopted and approved by the Board of Directors and by the Shareholders of the Corporation, in accordance with section 607.1003 of the Florida Statutes, on the date hereof. The number of votes cast for the amendments were sufficient for approval.

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The foregoing amendment to the Corporation's Amended and Restated Articles of Incorporation will become effective upon the filing of these Articles of Amendment to the Amended and Restated Articles of Incorporation with the Florida Department of State.

The undersigned officer of the Corporation, has executed this Amendment to the Amended and Restated Articles of Incorporation this 26th day of September, 2005.

InterSearch Group, Inc.

By: Daniel M. O'Donnell
Name: Daniel M. O'Donnell
Title: President

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