



J38644

TELESERVICES INTERNET GROUP INC.

June 8, 2000

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500003294065-7
-06/16/00--01003--012
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing is an Amendment to the Articles of Incorporation for TeleServices Internet Group Inc. and a check for \$35 for filing fees.

Please stamp and return the additional copy in the enclosed envelope.

Thank you.

Sincerely,

Patricia E. Kesselher

Patricia E. Kesselher
Executive Assistant to the Chairman

pk

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 15 PM 2:30

Amend

*LFJ
6-16-2000*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 15 PM 2:30

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TELESERVICES INTERNET GROUP INC.
(the "Corporation")

Pursuant the provisions of Section 607.0602, Florida Statutes, the Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The following amendment shall be added to Article IV of the Corporation's Articles of Incorporation, as amended and shall be effective as of 5:00 p.m., Eastern Time, on June 23, 2000:

The Corporation shall effect a combination (also known as a "reverse-split") of the number of outstanding, but not the number of authorized, shares of common stock of the Corporation on a 10:1 basis, whereby each 10 outstanding shares of common stock shall be combined into one share of common stock. Fractional shares created as a result of the combination shall be rounded to the nearest whole share. The number of shares of common stock authorized to be issued shall remain 300,000,000 and the par value per share shall remain at \$.0001. All options, warrants, convertible preferred stock, and any other convertible securities that are convertible into common stock that are outstanding on the date of the combination shall be adjusted on the same basis.

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation pursuant to and in accordance with Section 607.0821 of the Florida Business Corporation Act on January 24, 2000, the Board of Directors duly advised the foregoing amendment.

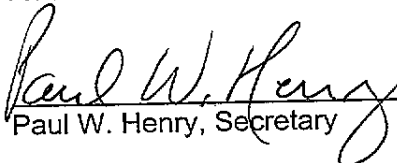
THIRD: The stockholders of the Corporation approved the amendment to the Articles of Incorporation of the Corporation as hereinabove set forth at a special meeting of the stockholders held on March 27, 2000.

Signed this 7th day of June 2000.

TELESERVICES INTERNET GROUP INC.

By: 
Robert P. Gordon, Chief Executive Officer

ATTEST:


Paul W. Henry, Secretary