

**ARTICLES OF INCORPORATION
OF
PACIFIC INTERNET SERVICES ,LTD**

FILED/EFFECTIVE

MAY 15 9 11 AM '01

**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned natural person of the age of 18 years or more acting as the incorporator under the Idaho business corporation act adopts the following Articles of Incorporation

Article I

The name of the Corporation is: PACIFIC INTERNET SERVICES ,LTD
the trade name is

Article II

The purpose is being organized to engage in any and lawful activities for corporation may
and duration shall INTERNET SERVICE PROVIDER

Article III

the corporation is being organized to engage in any and all lawful activities for which
corporations may be organized under the Idaho Business corporation act.

Article IV

The aggregate number of shares which the corporation shall have authority
to issued is 20,000,000.00 shares,

Article V

The address of the initial registered office of this corporation is
8649 West Franklin RD.,#115,Boise Idaho 83709 and the name of the initial registered agent
at this address is Tina M Pearsall ,8649 West Franklin RD,#115,BOISE IDAHO 83709

IDAHO SECRETARY OF STATE

**05/15/2001 09:00
CX: 1043 CT: 146395 MH: 397226**

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Article VII

The number of directors of the corporation shall be fixed by the by-law of this corporation the number of directors constituting the initial board of directors of the corporation is two and the name and address of the persons who are to service as directors until the first ann meeting of the shareholders or until there successors are elected and shall qualify are

NAME

Tina M Pearsall
208-321-9445 EX 102
FAX 208-321-2725
EMAIL tina@pacificinternetservices.net
www.pacificinternetservices.net

ADDRESS

8649 West Franklin Rd
#115
Boise Idaho 83709

Article VII

The incorporator of this corporation is Tina M Pearsall
Address is 8649 West Franklin Rd,#115,Boise Idaho 83709

Article VIII

The corporation may purchase ,either directly or indirectly, shares of capital stock as evidence of indebtedness issued or issued or created by the corporation by the corporation to the extent of unreserved or unrestricted capital or earned surplus avilable therefore the directors my reissue such purchased sharas or may provied that such shares not be reissued

ARTICLE IX

All lawful businesses or transaction permitt by the laws of the United States Of America and or all 50 sates including but not limited to any transaction included in acquiring holding managing advertising and exchanging real property and or any service realating to the transaction and business of this corporation and any other purpose with the board of directors may from time to time authorize

Article X

The Board of directors may from time to time declare and pay dividends on the corporation's outstanding shares in cash property or its own shares to the extent legally available therefore

Article XI

the board of directors may from time to time distribute to the corporation shareholders ,in partial liquidation, out of capital surplus of the corporation to the extent legally available therefor a portion of the corporation assets in cash or property.

Article XII

The company shall indemnify to the fullest extent not prohibited by law any person who is made or threatened to be made a party to an action suit or proceeding, whether civil, or criminal ,administrative ,investigative or outhr wise (including an action suit or proceeding by or the right of the company) by reason of the fact that the person is or was a director ,officer ,employee or agent of the company or fiduciary within the meaning of the employee retirement income security act of 1974 with respect to any employee benefit plan of the company or serves or served at the request of the company as a director ,officer employee or agent or as fiduciary of an employee benefit plan of another corporation partnership joint venture trust or other enterprise the company shall pay for or reimbures the reasonable expenses incurred by any such person in any such proceeding in advance of the final disposition of the proceeding to the fullest extent not prohibited by law this article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors employees agent and fiduciaries that may be included in any statute by-law agreement general or specific action of the board of directors ,vote of shareholders or outhr wise

Article XIII

No director of the company shall be personally liable to the company or its shareholders for any monetary damages for conduct as director provided that this Article xiii shall not eliminate the liability of a director for any act or omission for such elimination is not liability is not permitted under the Idaho business corporation act no amendment to the Idaho business corporation act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment

Article XIV

The company's by-laws may be altered or amended (a) by a majority vote of the outstanding stock entitled to vote at any annual meeting or upon notice at any special meeting of the stockholders entitled to vote or (b) at any meeting of the board of directors by a majority of the entire board then in office

I Tina M Pearsall the incorporator of this corporation declare under penalties of perjury that I have examined the foregoing and to the best of my knowledge and belief it is true correct and complete

DATE THIS 15 DAY OF MAY 2001



TINA M PEARSALL
INCORPORATOR