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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 SEP 29 PM 3:46

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CapRock Communications Corp.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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

9-30-98

Examiner's Initials CC

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. CapRock Communications Corp.
Name of corporation as it appears on the records of the Department of State.
2. Texas 3. 8/26/96
Incorporated under laws of Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 06/18/98
5. CapRock Telecommunications Corp.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction


Signature
Jere W. Thompson, Jr.
Typed or printed name

September 21, 1998
Date
President
Title



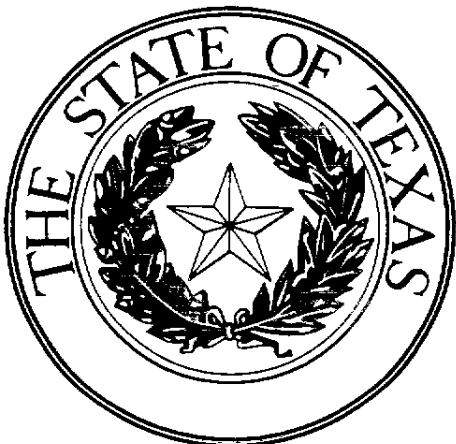
The State of Texas

SECRETARY OF STATE

I, **ALBERTO R. GONZALES**, Secretary of the State of Texas, DO HEREBY CERTIFY that according to the records of this office for **CAPROCK TELECOMMUNICATIONS, CORP.**, Articles of Incorporation were filed in this office and a certificate of incorporation was issued on **JANUARY 30, 1991** under its initial name of **SYNERGY TELEMAGEMENT, INC.** as set forth in that instrument.

IT IS FURTHER CERTIFIED that according to the records of this office Articles of Amendment were filed in this office on **JUNE 18, 1998**, changing the corporate name from **CAPROCK COMMUNICATIONS CORP.** to **CAPROCK TELECOMMUNICATIONS CORP.**

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on September 28, 1998.



Alberto R. Gonzales
Secretary of State

PH