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(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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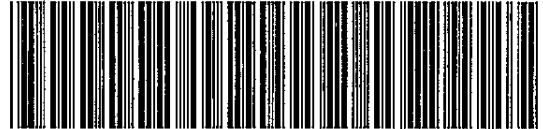
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2004 JUL 16 PM 12:48  
SECRETARY OF STATE  
DIVISION OF CORPORATION

name change  
LFT

LAW OFFICES OF  
RONALD L. DAVIS, P.A.

SUITE 200  
KISLAK BANK BUILDING  
1550 N.E. MIAMI GARDENS DRIVE  
NORTH MIAMI BEACH, FLORIDA 33179

TELEPHONE (305) 940-2352  
FAX (305) 940-2134

July 1, 2004

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 3214

RE: NORCAP INC., AND PAYLESS TELEPHONE COMPANY LLC.

Gentlemen,

Please find enclosed a check in the sum of \$550.00 for re-instatment and good standing of Norcap Inc.

It is requested that you forward the undersigned the annual Form for 2004 so that it can be properly filed with your office.

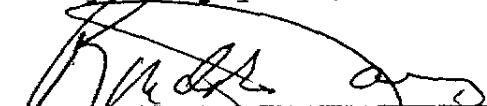
I am also enclosing an Amendment to the Article of Incorporation changing the name of the corporation to: PAYLESS TELEPHONE COMPANY, INC. with a check to cover the cost of the change and a certification of that change.

I am also enclosing a letter from the Principals of Payless Telephone Company, LLC approving and authorizing Norcap Inc., to change its name for usage of Payless Telephone Company, Inc.

If I need to forward any further documents or monies to accomplish the foregoing please feel free to contact this office for same.

Thanking you for your kind attention to this matter, I remain,

Very truly yours,

  
RONALD L. DAVIS, ESQ.

RLD/cad

PAYLESS TELEPHONE COMPANY LLC  
1550 N.E. MIAMI GARDNES DRIVE  
KISLAK NATIONAL BANK  
SUITE 200  
NORTH MIAMI BEACH, FLORIDA 33179

Secretary of State  
Department of Corporations  
P.O. Box 6327  
Tallahassee, Florida

RE: PAYLESS TELEPHONE COMPANY LLC

Gentlemen,

Please be advised that this company is in association with a Florida Corporation known as Norcap which is in the process of changing its' name to Payless Telephone Company, Inc.

Payless Telephone Company LLC hereby authorizes Norcap Inc. to use the name of Payless Telephone Company, Inc. Upon changing of the Corporate name of Norcap, Payless Telephone Company, LLC will terminate its' charter.

Trusting this authorization is sufficient for the Division of Corporations to allow Norcap to amend its' name to Payless Telephone Company, Inc.

Very Truly Yours,



\_\_\_\_\_  
GEORGE MENA  
MEMBER MANAGER

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

FILL  
SECRETARY OF STATE  
DIVISION OF CORPORATION

2004 JUL 16 PM 12:48

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST

The name of the corporation is: NORCAP, INC.

SECOND

The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:

CHANGE NAME OF CORPORATION TO BE PAYLESS TELEPHONE COMPANY, INC.

THIRD

The amendment(s) was (were) adopted by the shareholders of the corporation on the 1 day of July, 2004

NORCAP, INC.

Corporation Name  
BY: Ronald L. Davis  
President or Vice President  
BY: Leo Cortes  
Secretary or Asst. Secretary

STATE OF FLORIDA  
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Ronald L. Davis, Leo Cortes to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledged before me, according to law, that he (she) made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1 day of

July, 2004

8-17-07

My commission expires

[Signature]  
Notary Public



Ivy A. Duran  
My Commission DD242379  
Expires August 17 2007