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Law Offices of
James L. Pruden, Esq.
370 W. Camino Gardens Blvd., Suite 210
Boca Raton, FL 33432
(561) 417-4644

October 30, 1997

KAY FLYNN, Bureau Chief
Florida Public Services Commission
2540 Shumard Oak Blvd.
Tallahassee, FL. 32399-0850
Tel: (850) 413-6600

971452-TI

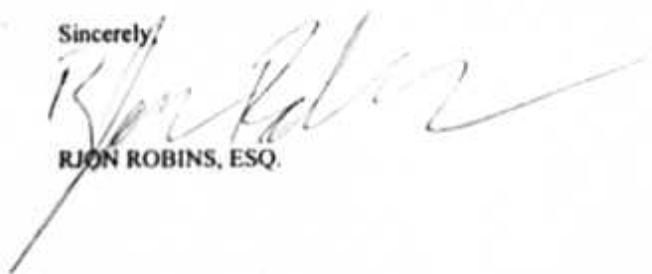
Re: Docket No.: 950816-TI
Order No.: PSC-95-1225-FOF-TI

Ms. FLYNN:

I am writing this letter to inform your Office that ATLAS AUDIOTEX, INC. has changed its name to PHONE INTERACTIVE COMMUNICATIONS CORP. Pursuant to my 10/30/97 phone conversation with Mr. Williams of your Office, I have enclosed a letter from Florida's Department of State indicating that our client has amended its articles of incorporation and filed the appropriate documents with the State to change its name. For your convenience in updating your files, I have also enclosed labels to indicate the changed name. To clarify, PHONE INTERACTIVE COMMUNICATIONS CORP. will continue offering pre-paid debit calling cards at \$.016 per minute as per the above referenced tariff application. The cards will hereafter bear the name PHONE INTERACTIVE COMMUNICATIONS CORP.

If you have any questions regarding the matter, please feel free to contact me at the telephone number or address provided above.

Sincerely,



RJON ROBINS, ESQ.

cc: Tommy Williams
Phillip Kemp, President Phone Interactive Communications Corp.

DOCUMENT NUMBER-DATE

11329 NOV-4 97

FPSC-RECORDS/REPORTING

Phillip Kemp
600 S. Dixie Highway, Suite. 202
Boca Raton, Florida 33432
Phone # (561) 391 - 9351

August 28, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Telephone # (850) 487-6050
Attn: Amendment Section

VIA Federal Express

SUBJECT: Atlas Audiotex, Inc. name change to Phone Interactive Communications Corp.

Enclosed please find the following:

1. The original and one copy of Certificate of Amendment
2. A check in the amount of \$35.00 for the Amendment filing fee

If you have any questions or need any further information, please feel free to call me at the number provided above.

Sincerely,


Phillip Kemp

**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ATLAS AUDIOTEX, INC.**

The undersigned, being President and Secretary respectively, of Atlas Audiotex, Inc. hereby certify that:

1. The name of the corporation is

ATLAS AUDIOTEX, INC.

2. The Articles of Incorporation were filed with the Department of State on July 3, 1991.

3. The first paragraph of the Articles of Incorporation, relating to the name of the Corporation is hereby amended to Phone Interactive Communications Corp. and shall read as follows:

Article I

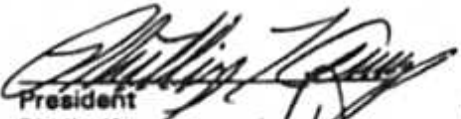
The name of the Corporation is **PHONE INTERACTIVE COMMUNICATIONS CORP.**

5. The stated capital of the Corporation will not be affected nor will there be any exchange, reclassification or cancellation of any of the Corporation's authorized shares.

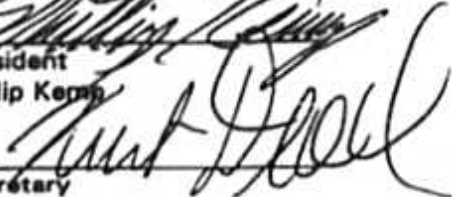
6. The foregoing amendment to the Articles of Incorporation was authorized by resolution of the Board of Directors and by a majority of the Corporation's issued and outstanding common stock at a special meeting of the shareholders held August 28, 1997. The number of votes cast for the approval of the Amendment was sufficient for approval.

7. The effective date of this Amendment to the Articles of Incorporation shall be August 29, 1997.

IN WITNESS WHEREOF, the undersigned have submitted this Certificate of Amendment to the Articles of Incorporation and affirm the same as true under penalties of perjury this 28th day of August 1997.



President
Phillip Kern



Secretary
Kurt Draxl

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If you have any questions regarding the matter, please feel free to contact me at the telephone number or address provided above.

Sincerely,



RON ROBINS, ESQ.

cc: Tommy Williams

Phillip Kemp, President

Phone Interactive Communications Corp.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 9, 1997

PHILLIP KEMP
600 S. DIXIE HWY., STE. 202
BOCA RATON, FL 33432

Re: Document Number S63940

The Articles of Amendment to the Articles of Incorporation of ATLAS AUDIOTEX, INC. which changed its name to PHONE INTERACTIVE COMMUNICATIONS CORP., a Florida corporation, were filed on August 29, 1997.

Should you have any questions regarding this matter, please telephone (850) 487-6050, the Amendment Filing Section.

Velma Shepard
Corporate Specialist
Division of Corporations

Letter Number: 997A00044863