

Receipt Number: 1537102

File Number **FB029202**



AMENDED_CERTIFICATE_OF_AUTHORITY

For

BUDGET PHONE, INC. changing its name to BUDGET PREPAY, INC.

Filed at the request of:

**LANCE J.M. STINHART, P.C.
ANGELA JANSSEN
1720 WINDWARD CONCOURSE STE 250
ALPHARETTA GA 30005**

*State of South Dakota
Office of the Secretary of State*

Filed in the office of the Secretary of State on: **March 23, 2006**

Secretary of State

Fee Received: \$200

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

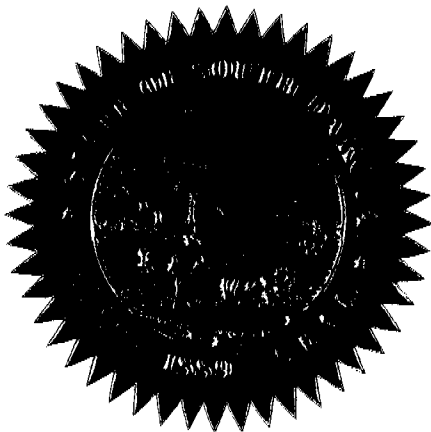
Amended Certificate of Authority

ORGANIZATIONAL ID #: FB029202

I, **Chris Nelson** Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for an Amended Certificate of Authority of **BUDGET PHONE, INC. changing its name to BUDGET PREPAY, INC.** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Amended Certificate of Authority and attach hereto a duplicate of the application to transact business in this state.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this March 23, 2006.



Chris Nelson

**Chris Nelson
Secretary of State**

344 2960 03/27/2006



Secretary of State, Corporations Division
500 E. Capitol Avenue, Pierre SD 57501
Phone 605-773-4845, Fax 605-773-4550

RECEIVED

MAR 23 '06

Application for Amended Certificate of Authority

S.D. SEC. OF STATE

FILING FEE: \$200

FILING INSTRUCTIONS: A foreign corporation authorized to transact business in this state must obtain an amended certificate of authority from the Office of the Secretary of State if it changes 1) Its corporate name; 2) The period of its duration; or 3) The state or country of its incorporation. One ORIGINAL and One COPY of the application must be submitted. This application must include a CERTIFICATE OF EXISTENCE, or a document of similar import, duly authenticated by the secretary of state or other official having custody of corporate records in the state or country under whose law it is incorporated.

Filed this 23rd day of March 2006
Ok Nelson
SECRETARY OF STATE

(1) The name of the corporation is (exact corporate name) Budget Phone, Inc.

(2) The name of the corporation as amended is Budget PrePay, Inc.

(3) State where incorporated Louisiana (4) The date of its incorporation is May 1, 1996
and the period of its duration is perpetual

(5) The address of its principal office in the state or country under the laws of which it is incorporated is 1325 Barksdale Blvd., Ste. 200, Bossier City, LA 71111

mailing address if different from above is: _____
Zip Code _____

(6) The street address, or a statement that there is no street address, of its registered office in the State of South Dakota is c/o Marilyn Person 819 West Third, Pierre, SD 57501

and the name of its registered agent in the State of South Dakota at that address is TCS Corporate Services, Inc.

(7) The names and usual business addresses of its current directors and officers are:

Name	Officer Title	Street Address	City	State	Zip
See attached					
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

The application must be signed by an authorized officer of the corporation.

Date 3/20/06

Signature:
Printed Name: R. Daniel Hyde, Jr.
Title: President

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LIST OF OFFICERS & DIRECTORS OF
Budget PrePay, Inc.

Officers

R. Daniel Hyde, Jr.	President
Tony Cason	Manager of Operations
R. Daniel Hyde, III	Secretary
Stephen Hyde	Regional Sales Manager

Directors

R. Daniel Hyde, Jr.
Tony Cason
R. Daniel Hyde, III
Stephen Hyde

All the above referenced Officers & Directors can be reached at:
1325 Barksdale Blvd., Bossier City, Louisiana 71111

UNITED STATES OF AMERICA

State of Louisiana



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SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
BUDGET PHONE, INC.

A LOUISIANA corporation domiciled at BOSSIER CITY,

Filed charter and qualified to do business in this State on
May 01, 1996,

I further certify the records of this Office indicate the
name was changed to BUDGET PREPAY, INC. on December 20,
2005.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,
February 21, 2006*

A. Ater

BME 34525907D

Secretary of State