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2005 MAY -4 P 3:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TRANSMITTAL LETTER

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TO: Registration Section
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: ACCESS FINANCIAL Group Inc. D/B/A ACCESS FINANCIAL
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JEFFREY A. MARTIN
(Name of Person)
ACCESS FINANCIAL Group Inc. D/B/A ACCESS FINANCIAL
(Firm/Company)
260 MONROE DRIVE
(Address)
MCDONOUGH GA 30252
(City/State and Zip code)

For further information concerning this matter, please call:

JEFFREY A. MARTIN at (678) 583-1451
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ACCESS FINANCIAL Group Inc
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

ACCESS FINANCIAL Group Inc of Georgia
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Georgia 3. 58-2449117
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/21/1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 260 MONROE DRIVE, McDonough GA 30252
(Principal office address)

260 MONROE DRIVE, McDonough GA 30252
(Current mailing address)

8. Conduct, Transact business ^{in connection with} ~~with~~ Residential and Commercial
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) lending

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Gail Mountain

Office Address: 6601 E Hwy 388

Youngs town, Florida 32466
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Gail Mountain
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

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Address: _____

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Vice Chairman: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

CEO
President: JEFFREY A. MARTIN

Address: 260 MONROE DRIVE, McDONOUGH GA 30252

CFO
Vice President: JEFFREY A. MARTIN

Address: 260 MONROE DRIVE Mc DONOUGH GA 30252

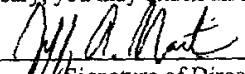
Secretary: TIFFANY MARTIN

Address: 260 MONROE DRIVE Mc DONOUGH GA 30252

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. JEFFREY A. MARTIN CEO, CFO
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : K900590
DATE INC/AUTH/FILED: 12/21/1998
JURISDICTION : GEORGIA
PRINT DATE : 04/29/2005
FORM NUMBER : 211

ACCESS FINANCIAL GROUP, INC.
DARYL ROWE
88 HAMPTON STREET
MCDONOUGH, GA 30253

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

ACCESS FINANCIAL GROUP, INC.
A GEORGIA PROFIT CORPORATION

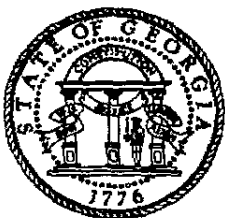
is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20050429202214035



Cathy Cox
Secretary of State