

Law Offices of
SLK&M

Stephens Lynn Klein & McNicholas P.A.

Gary R. Shendell
Also Admitted in New Jersey

April 18, 2000

00 APR 20 PM 3:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

615 N. Flagler Drive
Suite 1600
West Palm Beach, Florida 33401

Telephone 561/655-1500
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Florida Wats 800/329-1501

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Access Marketing, Inc.

500003216745--9
-04/20/00--01073--004
****122.50 *****78.75

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for **ACCESS MARKETING, INC.**, together with a check in the amount of \$122.50 in payment of the filing fee. Also enclosed is an executed Certificate of Designation of Registered Agent.

Upon approval, kindly return a certified copy of the Articles of Incorporation to the above address.

Thank you for your assistance in this matter.

Very truly yours,

Gary R. Shendell
GARY R. SHENDELL

GRS
Enclosures

Fort Lauderdale Office
Telephone 954/462-4602
Florida Wats 800/329-4602

Miami Office
Telephone 305/670-3700
Florida Wats 800/329-2911

Tampa Office
Telephone 813/209-9611
Florida Wats 800/329-8600

PA 4/24/00

ARTICLES OF INCORPORATION

OF

ACCESS MARKETING, INC.

FILED

00 APR 20 PM 3:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: **ACCESS MARKETING, Inc.** The principal office, if known, or the mailing address of the Corporation is: 5768 Northwest 38th Terrace, Boca Raton, Florida, 33496..

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To provide services, merchandise, and equipment.

Article 4. Shares. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 par value per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 5768 Northwest 38th Terrace, Boca Raton, Florida, 33496, and the name of its initial Registered Agent at that address is Jessica A. Shendell.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

JESSICA A. SHENDELL

5768 Northwest 38th Terrace
Boca Raton, FL 33496

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Jessica A. Shendell

5768 Northwest 38th Terrace
Boca Raton, Florida 33496

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this **04th** day of **April**, A.D., 2000.

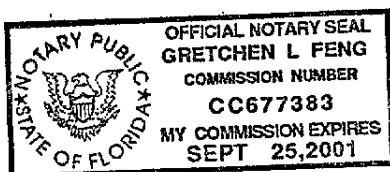

JESSICA A. SHENDELL

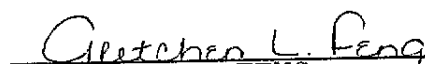
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a notary public in and for said county and state, personally appeared **JESSICA A. SHENDELL**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation for the purposes set forth herein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this **05th** day of **April**, A.D., 2000.

NOTARY PUBLIC




GRETCHEN L. FENG
State of Florida at Large


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirements of Chapter 620.192, Florida Statutes; **ACCESS MARKETING, INC.** with its offices located at 5768 Northwest 38th Terrace, Boca Raton, Florida, 33496, has named **JESSICA A. SHENDELL**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 620.192, Florida Statutes, relative to keeping open said office.

Dated this 04th day of April, A.D., 2000.



JESSICA A. SHENDELL

FILED
00 APR 20 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA