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October 30, 2002

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	NEW FILINGS	AMENDMENTS	
X	Profit	Amendment	
	Non Profit	Resignation of RA Officer/Director	
	Limited Liability	Change of Registered Agent	
	Domestication	Dissolution/Withdrawal	
	Other	Merger	
	OTHER FILINGS	REGISTRATION/QUALIFICATION	
	Annual Reports	Foreign	
	Fictitious Name	Limited Liability	-
	Name Reservation	Reinstatement	
	Reinstatement	Trademark	
		Other	



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 30, 2002

UCC FILING & SEARCH

SUBJECT: THE ACCESS GROUP, P.A. Ref. Number: W02000031247

need today

We have received your document for THE ACCESS GROUP, P.A.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is H58969.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934. _

Loria Poole Corporate Specialist New Filings Section

Letter Number: 202A00059673

ACIROLE PERSEUTIONS DIVISION OF CORPORATIONS HERE TO THEM INAME.

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ARTICLES OF INCORPORATION

OF

ACCESS ADVISORS, P.A.



FIRST: The undersigned, David Herzig, whose address is 1220 Collins Avenue, Suite 310, Miami Beach, Florida 33139, does hereby adopt the following Articles of Incorporation for the purpose of forming a professional corporation (hereinafter called the "corporation") in the State of Florida, under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, and the General Laws of the State of Florida.

SECOND: The name of the corporation is Access Advisors, P.A.

THIRD: The purposes for which the corporation is formed are to engage in every phase and aspect of the business of rendering the same services to the public that a licensed attorney, under the laws of the State of Florida, is authorized to render, and to engage in any other acts that are permitted by law.

<u>FOURTH:</u> The post office address of the principal office of the corporation is 1220 Collins Avenue, Suite 310, Miami Beach, Florida 33139 and the mailing address is the same.

FIFTH: The name and the post office address of the resident agent of the corporation in Florida are: NRAI Services, Inc., 526 East Park Avenue, Tallahassee, Florida 32301.

SIXTH: The corporation has authority to issue 1,000 shares of stock, all of which will be classified as Common Stock and without par.

<u>SEVENTH</u>: The initial number of directors of the corporation shall be one which number may be increased or decreased pursuant to the bylaws of the corporation.

<u>EIGHTH</u>: The personal liability of all of the director(s) of the corporation is hereby eliminated to the fullest extent allowed as provided by the Florida Corporation Law as the same may be supplemented and amended.

NINTH: The corporation shall, to the fullest extent legally permissible under the provisions of Florida Law, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in

connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

TENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act.

Dated this 24th day of October, 2002.

David Herzig Incorp

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

NRAI Services, Inc., a Delaware corporation authorized to transact business in this state, having a business office identical with the registered office of the corporation named above and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Florida Statutes.

NRAI Services, Inc.

Edward Hand, Assistant Secretary

