

BEACH ACCESS INC.

September 30, 2002

Secretary of State
Corporate Records Bureau
P O Box 6327
Tallahassee, FL 32301

100008229641--8
-10/07/02--01027--009
****122.50 ****78.75

RE: Beach Access Inc.

Dear Sir,

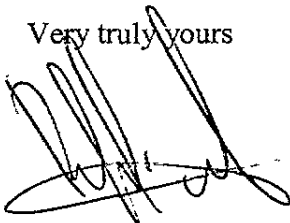
Enclosed is two copies of Articles of Incorporation for Beach Access Inc. and our check for \$122.50 for the aforementioned Corporation. Please Certify 1 copy and return for our records.

If there are any questions you may call Raffi Zabari at 305-345-7303.

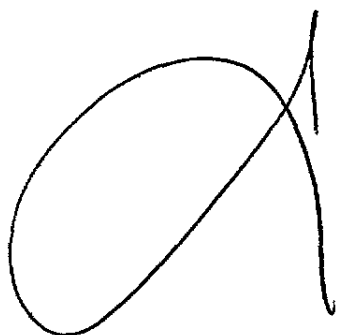
Please mail all correspondence to:

Raffi Zabari
12885 SW 82 Ave.
Miami, FL 33156

Very truly yours



FILED
02 NOV -5 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

 11/4

NAME SAME

509
1002-2917



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 9, 2002

RAFFI ZABARI
12885 SW 82ND AVENUE
MIAMI, FL 33156

SUBJECT: BEACH ACCESS INC.
Ref. Number: W02000029181

We have received your document for BEACH ACCESS INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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: 002A00056499

ATTN
LORIA POOLE

FILED
02 NOV -5 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
BEACH ACCESS, INC.

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Corporation shall be BEACH ACCESS, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

To carry on any legal business within the state of Florida, including the sale of real estate.

ARTICLE III
STOCK

The authorized capital stock of this Corporation shall consist of 5,000,000 shares of Common stock with a par value of \$.001 per share. The stock may be issued for any value deemed appropriate by the Board of Directors, but in no event shall the issue price be less than par value.

ARTICLE IV
INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows:

RAFFI ZABARI
12885 SW 82 AVE.
MIAMI, FL 33156

ARTICLE V
TERM OF CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of this Corporation shall be HARVEY JUDKOWITZ and the address of the agent is 10220 SW 124 ST. MIAMI, FL 33176.

ARTICLE VII
PLACE OF BUSINESS

The initial place of business for the corporation is 12885 SW 82 Ave. Miami, FL 33156.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors of this Corporation are as follows:

RAFFI ZABARI
12885 SW 82 AVE.
MIAMI FL 33156

ARTICLE IX
NUMBER OF DIRECTORS

The Corporation shall have at least one member on the board of directors.

ARTICLE X
OFFICERS

The Corporation shall have a president, vice-president, secretary and treasurer.

BY-LAWS

The board of directors shall adopt by-laws for the Corporation. The by-laws may be amended, in any manner proscribed by law.

ARTICLE XII
FINANCIAL INFORMATION

The Corporation shall not be required to prepare and provide a balance sheet or a profit and loss statement to its shareholders.

ARTICLE XIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The board shall indemnify and director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding.

ARTICLE XIV
AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon shareholders hereunder are granted subject to his reservation.

IN WITNESS WHEREOF, I the undersigned, being the original subscribing Incorporator, to the foregoing articles of incorporation, has set his hand this 18th day of OCTOBER, 2002.



RAFFI ZABARI, INCORPORATOR

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

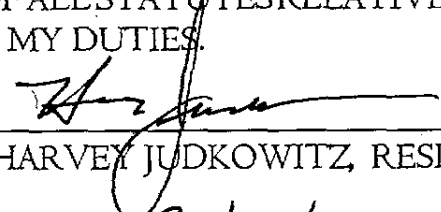
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST— BEACH ACCESS, INC.. IN ORDER TO DO BUSINESS AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 12885 SW 82 AVE., Miami, FL 33156 HAS APPOINTED HARVEY JUDKOWITZ LOCATED AT 10220 SW 124 ST MIAMI, FL 33176 AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.


RAFFI ZABARI, PRESIDENT

10-22-02
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THIS PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


HARVEY JUDKOWITZ, RESIDENT AGENT

9/20/02
DATE

FILED
02 NOV -5 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA