

**Electronic Articles of Incorporation
For**

P02000133712
FILED
December 23, 2002
Sec. Of State

ACCESS CAPITAL FUND, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ACCESS CAPITAL FUND, INC

Article II

The principal place of business address:

2300 W. SAMPLE ROAD
SUITE 310
POMPANO BEACH, FL. 33073

The mailing address of the corporation is:

2300 W. SAMPLE ROAD
SUITE 310
POMPANO BEACH, FL. 33073

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000

Article V

The name and Florida street address of the registered agent is:

WERNER MARTIN
2300 W. SAMPLE ROAD
SUITE 310
POMPANO BEACH, FL. 33073

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARTIN WERNER

Article VI

The name and address of the incorporator is:

RON SHEFFRON
2300 W. SAMPLE ROAD
SUITE 310
POMPANO BEACH, FL 33073

Incorporator Signature: RON SHEFFRON