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JANUARY 2004

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TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: PRIME ACCESS SOFTWARE AND TECHNOLOGY, INC.
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

X \$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: JAMES M MATTHEWS
Name (printed or typed)

6801 LAKE WORTH ROAD, STE. 124
Address

LAKE WORTH, FL 33467
City, State & Zip

(561) 383-6041
Daytime Telephone number

Note: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PRIME ACCESS SOFTWARE AND TECHNOLOGY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6801 LAKE WORTH ROAD, STE. 124
LAKE WORTH, FL 33467

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 (TEN THOUSAND SHARES)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JAMES M. MATTHEWS
6801 LAKE WORTH ROAD, STE. 124
LAKE WORTH, FL 33467

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR (S)

The name(s) and street address(es) if the incorporator(s) to these Articles of Incorporation is (are):

JAMES M. MATTHEWS, PRESIDENT
794 WHIPPOORWILL TERRACE
WEST PALM BEACH, FL 33411

STEVEN H. MACHIELA, TREASURER
6801 LAKE WORTH ROAD #124
LAKE WORTH, FL 33467

SCOTT CASTEEL, DIRECTOR
1473 SW SAN SEBASTIAN
PORT SAINT LUCIE, FL 34953


JOHN CHI PANG, DIRECTOR
6335 SHADOW TREE LANE
LAKE WORTH, FL 33463

FRANCISCO MORENO, DIRECTOR
7510 CHICORA COURT
LAKE WORTH, FL 33467

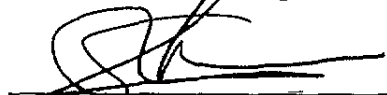
ROXANA TELLEX, DIRECTOR
1014 AREZZO CIRCLE
BOYNTON BEACH, FL 33436

GARY R. NOTO, DIRECTOR
8474 SAWPINE ROAD
DELRAY BEACH, FL 33446

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 21ST DAY OF JANUARY, 2004.



James M. Matthews
Signature



Steven H. Machiela
Signature

Articles of Incorporation

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is PRIME ACCESS SOFTWARE AND TECHNOLOGY, INC.
2. The name and address of the registered agent and office is:

STEVEN H. MACHIELA
(Name)

6801 LAKE WORTH ROAD, STE. 124
(PO Box not acceptable)

LAKE WORTH, FL 33467
(City, State, Zip)

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


(Signature)

1/20/07
(Date)

DIVISION OF CORPORATIONS, PO BOX 6327, TALLAHASSEE,
FL 32314

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TALLAHASSEE, FLORIDA