

**Electronic Articles of Incorporation
For**

P06000142273
FILED
November 13, 2006
Sec. Of State
cblalock

AXCESS USA CORPORATION

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:

AXCESS USA CORPORATION

Article II

The principal place of business address:

701 BRICKELL AVENUE
SUITE 1650
MIAMI, FL. 33131

The mailing address of the corporation is:

701 BRICKELL AVENUE
SUITE 1650
MIAMI, FL. 33131

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:

1000 SHARES OF COMMON STOCK AT \$1.00 PAR

Article V

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

FREDERICK WOODBRIDGE JR.
701 BRICKELL AVENUE
SUITE 1650
MIAMI, FL. 33131

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

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Registered Agent Signature: FREDERICK WOODBRIDGE, JR.

Article VI

The name and address of the incorporator is:

FREDERICK WOODBRIDGE, JR.
701 BRICKELL AVENUE, STE 1650

MIAMI, FLORIDA 33131

Incorporator Signature: FREDERICK WOODBRIDGE, JR.