

P95000029709

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

APR 17 1995

OB 4/17/95

EFFECTIVE DATE

4-14-95

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAK

WALK-IN  
Will Pick Up 4-17-95

RE: Access Technologies

Express Tr

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. Filo		
Corp. Record Search		
Ltd. Partnership Filo		
Foreign Corp. Filo		
<input checked="" type="checkbox"/> Cert. Copy(s)		
Art. of Amend. Filo		
Dissolution/Withdrawal		
C U S-	500001457585	
Fictitious Name Filo	-04/17/95--01013--003	
	****122.50	****122.50
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filo		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prop.		
FAX ( ) pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

**ARTICLES OF INCORPORATION**  
**OF**  
**ACCESS TECHNOLOGIES GROUP INC.**

**FILED**

95 APR 17 AM 10:15

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME**

The name of the corporation is ACCESS TECHNOLOGIES GROUP INC.

**ARTICLE II**

**DURATION**

The period of duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSES**

The purpose for which the corporation is organized is to transact any and all lawful business, and to engage in any activity within the purpose for which corporations may be organized under the Florida General Corporation Act.

**ARTICLE IV**

**CAPITAL STOCK**

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$0.001 per share.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

**EFFECTIVE DATE**

4-14-95

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 2400 West Cypress Creek Road, Suite 205, Ft. Lauderdale, Florida 33309 and the name of the initial registered agent of the corporation is Manuel A. Avila, Esq. located at 2400 West Cypress Creek Road, Suite 205, Ft. Lauderdale, Florida 33309. The principal address and the registered office address are the same.

**ARTICLE VI**

**BY-LAWS**

The initial by-laws of this corporation shall be adopted by the directors. By-laws may be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-laws adopted by the shareholders if the shareholders specifically provide that such By-laws shall not be altered, amended or repealed by the Board of Directors.

**ARTICLE VII**

**DIRECTORS**

The initial Board of Directors shall consist of 2 members, who need not be a resident of the State of Florida or shareholder of the corporation.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Richard Allen Nixon	13539 S.W. 101 Lane Miami, Florida 33186
Manuel A. Avila, Esq.	2400 W. Cypress Creek Road, Suite 205 Ft. Lauderdale, FL 33309

ARTICLE VIII

INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME

ADDRESS

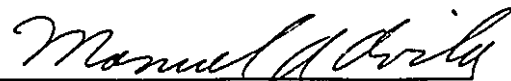
Manuel A. Avila, Esq.      2400 W. Cypress Creek Road, Suite 205  
Ft. Lauderdale, Florida 33309

ARTICLE IX

RIGHT TO AMEND

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

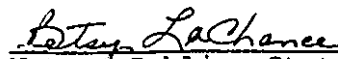
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of April, 1995.

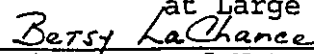


Manuel A. Avila, Esquire

STATE OF FLORIDA    )  
                              ) ss:  
COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MANUEL A. AVILA, ESQ. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known and that an oath was taken.

  
Notary Public, State of Florida

at Large  
  
Print Name of Notary Public

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FILED

95 APR 17 AM 10:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, MANUEL A. AVILA, ESQ., hereby accept the designation as  
Registered Agent of ACCESS TECHNOLOGIES GROUP INC.

Manuel A. Avila

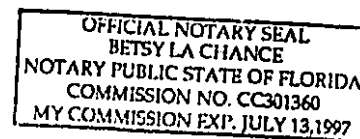
Manuel A. Avila, Esquire

STATE OF FLORIDA )  
                          ) ss:  
COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MANUEL A. AVILA, ESQ. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known and that an oath was taken.

Betsy LaChance  
Notary Public, State of Florida  
at Large

Betsy LaChance  
Print Name of Notary Public



C:\NIXON\Articles Inc.