

M. TACHIBANA, C.P.A., P.A.

MEMBER • AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS • FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

P96000015877

February 16, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
Feb 16, 1996

RECEIVED
FEB 16 1996
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Enclosed please find Articles of Incorporation for NEEDS ACCESS INTERNATIONAL, INC. and a check in the amount of \$ 122.50 for the filing of these articles. Please file these articles with an effective date of February 16, 1996

Please file these articles and return the certified copy to me at my office:

M. Tachibana, C.P.A., P.A.
1000 Quayside Terr. #1608
Miami, FL 33138

800001718138
-02/19/96--01055--016
****122.50 ****122.50

Sincerely,



M. Tachibana, C.P.A., P.A.

PS. ENCLOSED PLEASE FIND PRIORITY MAIL POSTAGE PAID RETURN ENVELOPE. PLEASE USE THIS PRIORITY MAIL RETURN ENVELOPE FOR SENDING THE APPROVED ARTICLES OF INCORPORATION. THANK YOU VERY MUCH FOR YOUR IMMEDIATE ATTENTION + COOPERATION.

632/2/96

ARTICLES OF INCORPORATION
OF
NEEDS ACCESS INTERNATIONAL, INC.

FILED
96 FEB 19 AM 9:21
STATE OF FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

EFFECTIVE DATE
Feb. 14, 1996

The name of this corporation is NEEDS ACCESS INTERNATIONAL, INC. The mailing address of this corporation is 2824 S.W. 13th Ct, Fort Lauderdale, Florida 33312.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2824 S.W. 13th Ct., Fort Lauderdale, Florida 33312 and the name of the initial registered agent of this corporation at this address is Yoshiko Maeda.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Yoshiko Maeda
2824 S.W. 13th Ct.
Ft. Lauderdale, Florida 33312

Yoshinori Okamoto
2824 S.W. 13th Ct.
Ft. Lauderdale, Florida 33312

Akira Goda
2824 S.W. 13th Ct.
Ft. Lauderdale, Florida 33312

Hiroyuki Nagamine
2824 S.W. 13th Ct.
Ft. Lauderdale, Florida 33312

ARTICLE VIII - INCORPORATOR

The names and addresses of the person signing these Articles of Incorporation is:

Yoshiko Maeda
2824 S.W. 13TH Ct.
Ft. Lauderdale, Florida 33312

ARTICLE IX - AMENDMENT

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

In witness whereof, the undersigned subscribed have executed these Articles of Incorporation on this 16th day of February, 1996.

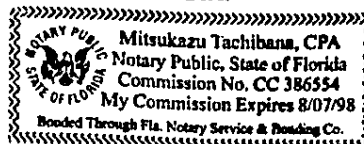
Yoshiko Maeda
Yoshiko Maeda, Subscriber

State of Florida)
) ss
County of Dade)

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Yoshiko Maeda to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 16th day of February 1996.

Mitsukazu Tachibana
Notary Public
State of Florida



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

In pursuance of Chapter 48.091 Florida Statutes,
the following is submitted in compliance with said Act:

That Needs Access International, Inc., desiring
to organize under the laws of the State of Florida with its
principal office as indicated in the Articles of Incorporation at
the city of Fort Lauderdale, County of Broward, State of Florida,
has named Yoshiko Maeda 2824 S.W. 13th Ct., Ft. Lauderdale, Florida
33312 as its agent to accept service of process within this state.

Yoshiko Maeda
Yoshiko Maeda, President
16 February, 1996

ACKNOWLEDGEMENT:

Having been named to accept service of process
for the above stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said
office.

Yoshiko Maeda
Yoshiko Maeda
16 February, 1996

56 FEB 19 AM 9:21
CLERK OF DISTRICT COURT
FALLS BORO, FLORIDA