

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904 222-0971  
904 222-0972 FAX

800-342-8086



*Handwritten:* P600015960

ACCOUNT NO. : 072100000032

REFERENCE : 840604 107521A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 70.00

ORDER DATE : February 20, 1996

ORDER TIME : 3:24 PM

ORDER NO. : 840604

CUSTOMER NO: 107521A

800001720088

CUSTOMER: Howard J. Milchman, Esq  
HOWARD J. MILCHMAN, ESQ

10833 N.w. 6th Street

Coral Springs, FL 33071

DOMESTIC FILING

NAME: MARKET ACCESS GROUP, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS: \_\_\_\_\_

96 FEB 21 AM 10:53  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

RECEIVED  
96 FEB 21 AM 8:28

T. BROWN FEB 21 1996

FILED  
96 FEB 21 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MARKET ACCESS GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MARKET ACCESS GROUP, INC.

The address of the principal office of this corporation shall be 2151 Hillsborough Boulevard, Suite 202, Deerfield Beach, Florida 33442, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 10833 Northwest 6th Street, Coral Springs, Florida 33071, and the name of the initial registered agent of the corporation at that address is Howard Milchman.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Kenneth J. Haffner      2151 Hillsborough Boulevard, Suite 202  
Dir./Pres.              Deerfield Beach, Florida 33442

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company, on February 20, 1996.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0601 or 817.0601, 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.

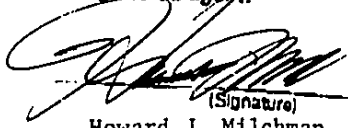
1. The name of the corporation is: Market Access Group, Inc.

2. The name and address of the registered agent and office is:

Howard J. Milchman  
(Name)  
10833 Northwest 6th Street  
(P.O. Box not acceptable)  
Coral Springs, Florida 33071  
(City/State/Zip)

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TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated 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 the 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)  
Howard J. Milchman