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TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305) 541-3694 FAX #: (305) 541-3770

NAME: ALL ACCESS SYSTEMS, INC.
AUDIT NUMBER.....H97000002903
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1997

EMPIRE

SUBJECT: ALL ACCESS SYSTEMS, INC.
REF: H97000004092

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H97000002903
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ARTICLES OF INCORPORATION
OF
ALL ACCESS SYSTEMS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of this corporation is All Access Systems, Inc.

ARTICLE II
DURATION

The period of existence of the corporation is perpetual.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the corporation is at 1226 S.W. Airoso
Boulevard, Port

St. Lucie, Florida 34983. The mailing address of the corporation is same.

ARTICLE IV
REGISTER OFFICE AND REGISTERED AGENT

The initial registered office is at 515-519 South Indian River Drive, Fort Pierce,
Florida

34950. The name of the initial registered agent at that address is Frederick D. Stalls.

ARTICLE V
AUTHORIZED SHARES

The corporation is authorized to issue 100 shares of common stock having par
value of \$1.00 per share.

This Instrument Prepared by:

Frederick D. Stalls, Fla. Bar. #0062898, 515-519 S. Indian River Dr., Ft. Pierce, FL
34948-3779 (861) 461-2310

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**ARTICLE VI
DIRECTORS**

The initial Board of Directors shall consist of two members. The names and addresses of the first Board of Directors are:

1. George Garcia, 1226 S.W. Airoso Boulevard, Pt. St. Lucie, Florida 34983.
2. Elizabeth Marrero, 1226 S.W. Airoso Boulevard, Pt. St. Lucie, Florida 34983

**ARTICLE VII
INCORPORATORS**

The names and addresses of the incorporators are:

1. George Garcia, 1226 S.W. Airoso Boulevard, Pt. St. Lucie, Florida 34983

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this

18th day of February, 1997.


GEORGE GARCIA

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, the undersigned authority, personally appeared GEORGE GARCIA, who is personally known to me or who produced _____ as identification, and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge

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before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the count and state last aforesaid this
18th day of February, 1997.

April C. Ferraro
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES:



APRIL C. FERRARO
My Comm Exp. 8/02/97
Bonded By Service Ins
No. CC297845
J. J. Handy Esq. (100010)

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ACKNOWLEDGMENT AND ACCEPTANCE
OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named 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.

Dated this 17 day of February, 1997.



FREDERICK D. STALLS, ESQ.

Fort Pierce, FL 34948-3779
(561) 461-2310
Florida Bar No. 0062898

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