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New Filing Section
St. Florida Div. of Corporations
P.O. Box 6327
Tallahassee FL 32314

FILED
97 APR 31 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed form application for Corporation
in Florida. \$70⁰⁰ initial filing
fee check.

Please process and forward as
per instructions of officer.

Cordially
Brent A. Handy

From
Brent A. Handy
P.O. Box 1275
WPR FL 32342

AL APR 2 - 1997

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ARTICLES OF INCORPORATION

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of

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OMNI ACCESS CORPORATION

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

ARTICLE I. NAME OF THE CORPORATION OMNI Access Corporation
The name of the corporation is:

ARTICLE II. DURATION OF THE CORPORATION
This corporation is to have perpetual existence commencing as of the time that these articles are filed by the Department of State.

ARTICLE III. PURPOSE OF THE CORPORATION
The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK
The aggregate number of shares which the corporation shall have the authority to issue is 987 shares, all of which shall be common stock with a par value of \$.001 per share.

ARTICLE V. PRINCIPAL REGISTERED OFFICE
The principal office of this corporation is to be located at:
815 Upland Road Suite 8 W. Palm Beach FL 33401

ARTICLE VI. DESIGNATED REGISTERED AGENT
The following named person is designated as resident agent for this corporation to accept service of process within the state of Florida:

NAME	ADDRESS
<u>Robert G. Handy</u>	<u>815 Upland Rd. Ste. 8 W. Palm Bch FL 33401</u>

ARTICLE VII. NUMBER OF DIRECTORS
Two (2) director(s) shall constitute the initial Board of Directors of the corporation, but the by-laws may provide for such increase or decrease in number thereof as is authorized by law.

ARTICLE VIII. NAMES OF DIRECTORS
The names and addresses of the members of the initial Board of Directors are:

NAME	ADDRESS
<u>Robert G. Handy</u>	<u>815 Upland Rd. Ste. 8 W. Palm Bch FL 33401</u>
<u>T. J. Oakley</u>	<u>7535 Garden Rd. #33 Riviera Bch FL 33404</u>

ARTICLE IX. SUBSCRIBERS

The names and addresses of the incorporators of this corporation are:

NAME	ADDRESS
Robert G. Handy	815 Upland Rd Ste #8 W. Palm Bch FL 33401
T. J. Oakley	7535 Garden Rd. #33 Riviera Bch FL 33404

Said incorporators are over the age of twenty-one (21) years; are sui juris, and citizens of the United States.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI. CORPORATE POWERS

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

In witness whereof, the undersigned have made and subscribed these Articles of Incorporation this 24th day of March, 1997.

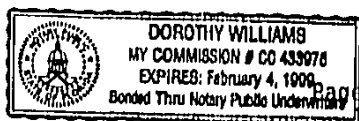
✓ Robert G. Handy
✓ T. J. Oakley

State of Florida
County of Palm Beach

Before me, the undersigned authority, personally appeared Robert G. Handy and T. J. Oakley who is/are to me well known to be the person(s) described in and who subscribed to the above and foregoing Articles of Incorporation; and who freely and voluntarily acknowledged before me according to law that he/they made and subscribed the same for the purposes and uses set forth therein.

In witness whereof, I have set my hand and affixed my official seal in the above named county and state this 24 Day of March, 1997.

Dorothy Williams



STATE OF FLORIDA

DEPARTMENT OF STATE

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Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

The following is submitted in compliance with Florida Statutes:

OMNI ACCESS CORPORATION

a corporation organized (or organizing) under the laws of the state of

FLORIDA

, with its principal office at

815 Upland RoadSuite 8

, in the city of

WestPalm Beach

, county of

PAIMBeach

, State of

FLORIDA

Robert G. Handy as its agent to accept service of process within this state.

OFFICERSNAMETITLEADDRESS

Robert G. Handy President

815 Upland Road #8W. Palm Beach Fl 33401

T. J. Oakley Secretary Treasurer

7535 Garden Road #33Riviera Beach Fl 33404DIRECTORSADDRESS

Robert G. Handy Chairman

815 Upland Road #8W. Palm Beach Fl 33401

T. J. Oakley Director

7535 Garden Road #33Riviera Beach Fl 33404

BY:

Robert G. HandyACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

By Robert G. Handy
Resident Agent