

P98000005118

January 7, 1998

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

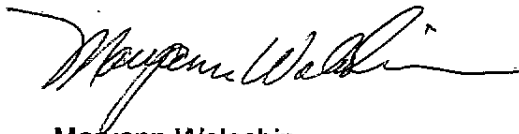
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*****70.00 *****70.00

Reference: New Corporation

Attached, I have processed an "Articles of Incorporation" for the State of Florida. Also attached is a check for \$70 required for the processing of our new corporation.

Respectfully submitted,

ACCESS COMMERCIAL LENDING SERVICES, INC.



Maryann Woloshin
1258 Climbing Rose Drive
Orlando, Florida

MAW:dbb

FILED
98 JAN 15 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

86/15/11
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FILED
98 JAN 15 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

- FIRST** The name of the corporation is: ACCESS COMMERCIAL LENDING SERVICES, INC.
- SECOND** The period of its duration is: 99 years.
- THIRD** The purpose of the corporation is: to act as consultants/brokers for the placement of commercial financing; and mortgage prospectus and document preparation services.
- FORTH** The aggregate number of authorized shares is: 1000.
- FIFTH** The corporation will not commence business until at least 100 dollars have been received by it as consideration for the issuance of shares.
- SIXTH** Cumulative voting of shares of stock is authorized.
- SEVENTH** Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: NONE.
- EIGHTH** Provisions for regulating the internal affairs of the corporation are: contained in the by-laws of the corporation.
- NINTH** The address of the initial registered office of the corporation is: 1258 Climbing Rose Drive, Orlando, Florida 32818 and the name of its initial registered agent at such address is Maryann Woloshin.

TENTH Address of the initial principal place of business is: 1258 Climbing Rose Drive,
Orlando, Florida 32818

ELEVENTH The number of directors constituting the initial board of directors of the
corporation is two, and the names and addresses of the persons who are to serve
as directors until the first annual meeting of shareholders or until their successors
are elected and shall qualify are:

Name

Address

Maryann Woloshin

1258 Climbing Rose Drive

Orlando, Florida 32818

Sandra S. Holcombe

58 Rosedown Boulevard

Debary, Florida 32713

Ian S. Caddie

4101 Aughton Court

Winter Springs, Florida 32708

TWELFTH The names and addresses of each incorporator are:

Name

Address

Maryann Woloshin

1258 Climbing Rose Drive

Orlando, Florida 32818

Sandra S. Holcombe

58 Rosedown Boulevard

Debary, Florida 32713

Ian S. Caddie

4101 Aughton Court

Winter Springs, Florida 32708

THIRTEEN I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Name

Address

Maryann Woloshin

1258 Climbing Rose Drive

Maryann Woloshin
Registered Agent.

Orlando, Florida 32818

Sandra S. Holcombe

58 Rosedown Boulevard

Sandra S. Holcombe

Debary, Florida 32713

Ian S. Caddie

4101 Aughton Court

Ian S. Caddie

Winter Springs, Florida 32708

DATE: January 4, 1998

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