

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Pathways SLC, Inc.

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*****87.50 *****87.50

<input checked="" type="checkbox"/>	Art of Inc. File	<div>FILED</div> <div>00 JAN 28 PM 12:02</div> <div>SECRETARY OF STATE TALLAHASSEE, FLORIDA</div>
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	<div>RECEIVED</div> <div>00 JAN 27 AM 9:54</div> <div>DEPARTMENT OF REVENUE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA</div>
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input checked="" type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	<div>CP 1-28-00</div>
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

1/27/00 9:33



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 27, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, STE. 1
TALLAHASSEE, FL 32302

SUBJECT: SLC ASSOCIATES, INC.
Ref. Number: W00000002378

We have received your document for SLC ASSOCIATES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 600A00003874

ARTICLES OF INCORPORATION

OF

PATHWAYS SLC, INC.

FILED
00 JAN 28 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is PATHWAYS SLC, INC.

ARTICLE II - DURATION

This corporation shall commence on the date of filing of these Articles with the Secretary of State and shall have a perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business for which corporations may be incorporated under the Florida General Corporations Act and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business of the corporation shall be 220 Atlantic Avenue, Apt. 2, Palm Beach, Florida 33480, with the privilege of having branch offices at any other place.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4869-4 Okeechobee Boulevard, West Palm Beach, Florida 33417 and the name of the initial registered agent is ALAN BERNSTEIN, ESQUIRE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

SHARON COHEN
220 Atlantic Avenue, Apt. 2
Palm Beach, Florida 33480

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

SHARON COHEN
220 Atlantic Avenue, Apt. 2
Palm Beach, Florida 33480

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 26th day of January, 2000.

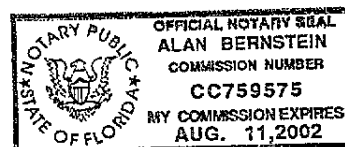

SHARON COHEN

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared, SHARON COHEN, who is personally known by me or who has produced Driver License as identification, and who acknowledged that she executed the foregoing Articles of Incorporation for the purposes expressed in such Articles, this 26th day of January, 2000.


NOTARY PUBLIC
ALAN BERNSTEIN
My commission expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVE 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:

FIRST: That PATHWAYS SLC, INC. desiring to organize
under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at
Palm Beach, County of Palm Beach, State of Florida, has
named ALAN BERNSTEIN, ESQUIRE, located at 4869-4 Okeechobee
Boulevard, West Palm Beach, Florida 33417, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT

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 provisions of said Act relative to
keeping open said office.

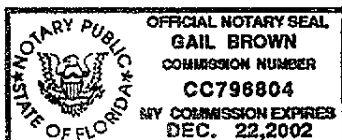



ALAN BERNSTEIN, Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer
qualified to take acknowledgments, appeared ALAN BERNSTEIN,
to me personally and who executed the foregoing instrument
and acknowledged before me that he executed the same freely.

WITNESS my hand and official seal in the County and
State last aforesaid this 26th day of January, 2000.





NOTARY PUBLIC
GAIL BROWN