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NO. 196 Pa.P. 2 of 1

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FOREIGN PROFIT QUALIFICATION

Alternative Investment Resources, Inc.

Certificate of Status	0
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June 30, 2005

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To: Division of Corporation

From: Mirna Hormechea

Fax: (850) 205-0383

Tel.#: (305) 341-3044

Tel.#:

Fax#: (305) 351-3801

Re: (((H05000160228 3)))

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Message: Please see attached for filing the Application by a Foreign Corporation for Authorization to Transact Business in Florida of Alternative Investment Resources, Inc., a Delaware corporation.

Please contact Mirna Hormechea at 305-341-3044 with any questions.
Please fax all communications to 305-351-3801.

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**APPLICATION BY A FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE STATE
OF FLORIDA*

1. The Name of the corporation is: **Alternative Investment Resources, Inc.**
2. The State under which it is incorporated is: **Delaware**
3. The FBI number is: **203020227**
4. The date of incorporation is: **June 15, 2005**
5. The corporation's existence is: **Perpetual**
6. The first date the corporation will transact business in Florida is: **the first day it is authorized by filing of an application to transact business with the Department of State**
7. The principal office address and the mailing address is: **10679 Cypress Bend Drive, Suite 200, Boca Raton, Florida 33498**
8. The purpose of the corporation is: **to provide fund management**
9. The name and street address of the Florida registered agent is: **Miami Center Registered Agents, LLC, 201 S. Biscayne Boulevard, Suite 1700, Miami, Florida 33131**
10. **Registered Agent's Acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

MIAMI CENTER REGISTERED AGENTS, LLC

By: 

Dale S. Bergman, Vice President

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Name and business addresses of officers and/or directors:

A. Directors:

Penny Adams Field, Sole Director
10679 Cypress Bend Drive, Suite 200, Boca Raton, Florida 33498

B. Officers:

Penny Adams Field, President, Secretary and Treasurer
10679 Cypress Bend Drive, Suite 200, Boca Raton, Florida 33498

- 13.



14. Penny Adams Field, Sole Director and President

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NO. 196 P. 4

Delaware

PAGE 1

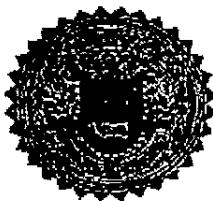
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALTERNATIVE INVESTMENT RESOURCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ALTERNATIVE INVESTMENT RESOURCES, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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050519934

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3969482

DATE: 06-22-05