



THE UNITED STATES
CORPORATION
COMPANY

M98000000888

ACCOUNT NO. : 072100000032

REFERENCE : 925136 7152926

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 285.00

ORDER DATE : August 12, 1998

ORDER TIME : 9:28 AM

ORDER NO. : 925136-020

CUSTOMER NO: 7152926

CUSTOMER: Mr. Rod Hinkle
Rod Hinkle
103 Mary Street

Lavale, MD 21502-7319

800002617078--3

RECEIVED
98 AUG 17 AM 9:4
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: ALTERNATIVE INVESTMENT
CONCEPTS, LLC

XXXX QUALIFICATION (TYPE: LL)

(5)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

hjm
8/17/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 17 PM 12:38

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 12 PM 12:38
WINING IS
TRANSACT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 12 PM 12:38
WINING IS
TRANSACT

- Debra Muletz Vice-President
103 Mary St.
Calver, MD 21502-7319

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 17 2PM 12:38

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: ALTERNATIVE INVESTMENT CONCEPTS, LLC

2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY
(Name)

1201 HAYS STREET
(P.O. Box not acceptable)

TALLAHASSEE, FL 32301
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

By: _____

(Signature)

08/14/98

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 17 PM 12:38

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
Alternative Investment Concepts, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 0 . This total includes amounts from 2 and 3 above.

Robert Die - president
Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

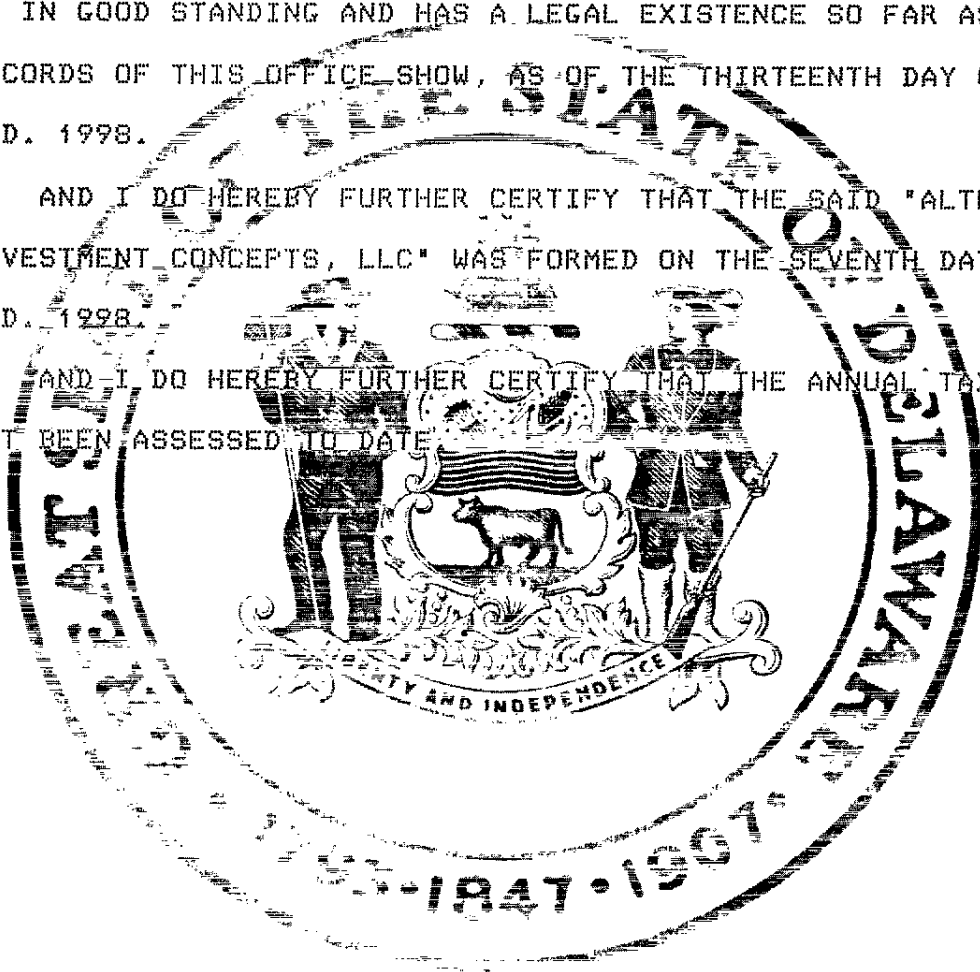
State of Delaware
Office of the Secretary of State

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 AUG 17 PM 12:38

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALTERNATIVE INVESTMENT CONCEPTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF AUGUST, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ALTERNATIVE INVESTMENT CONCEPTS, LLC" WAS FORMED ON THE SEVENTH DAY OF MAY, A.D. 1998.

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



2894115 8300

981318835

Edward J. Freel, Secretary of State

9252398

AUTHENTICATION:

DATE:

08-13-98