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FILED
95 JUN 12 AM 9:40
RECORDS & COMM. STATE
TALLAHASSEE, FLORIDA

800 Virginia Avenue, Suite 13
Fort Pierce, Florida 34982
(407) 466-4453

June 8, 1995

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****122.50 ****122.50

Department of State
Corporate Records/Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Pathways to Solutions.

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as Pathways to Solutions, Inc. is appreciated.

Respectfully,

Barbara Finster

Barbara Finster
Secretary

Enclosures

Barbara Finster GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Corp. Supp. & priv. Pl. of business*
DATE *6/15/95*
DOC EXAM *David Brown*

D. BROWN JUN 15 1995

ARTICLES OF INCORPORATION
OF
PATHWAYS TO SOLUTIONS , INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE ONE - Name

The name of the corporation is Pathways to Solutions, Inc.

ARTICLE TWO - Duration

This corporation shall have perpetual existence.

ARTICLE THREE - Purpose

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR - Capital Agent

The aggregate number of shares which the corporation shall have authority to issue is fifty thousand (50,000) shares of Common Stock of the par value of one dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX - Initial Registered Office and Agent

The street address of its initial registered office is 800 Virginia Avenue, Suite 13, Fort Pierce, Florida, and the name of its initial registered agent at such address is Barbara Finster. The principal place of business for the above corporation is the same as the registered office.

ARTICLE SEVEN - Directors

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until her successor or successors are elected and qualified is:

Name	Mailing Address
Barbara Finster	800 Virginia Avenue, Suite 13 Fort Pierce, Florida 34982

ARTICLE EIGHT - Amendments to Article of By-Laws

The Board of Directors is empowered to make, alter or repeal the By-Laws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE - Incorporator

The name and address of each incorporator is:

Name	Mailing Address
Barbara Finster	800 Virginia Avenue, Suite 13 Fort Pierce, Fl. 34982

(signed)

Barbara Finster
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

ARTICLE ELEVEN-Indemnification

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

ARTICLE TWELVE-Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 8th day of JUNE, 19 95.

JIM LEWIS
JIM LEWIS

STATE OF FLORIDA

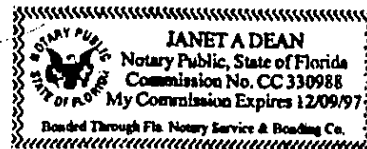
COUNTY OF ST. LUCIE

The foregoing Articles of Incorporation were acknowledged before me this 8th day of June, 19 95 by BARBARA FINSTER,

Incorporator of the foregoing corporation.

(NOTARY SEAL)

IANET A DEAN
Notary Public
State of Florida at Large
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 8 day of June, 19 95.

Barbara Finster
BARBARA FINSTER
Registered Agent

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MILWAUKEE, WISCONSIN