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COF _____ NAME(S), & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #) 100002452181--6
-03/10/98--01048--001
2. *Alternative Strategies, Inc.* (Corporation Name) (Document #) *****70.00 *****70.00
3. _____ (Corporation Name) (Document #)
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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98 MAR 10 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

YMH-3/11/98

**ARTICLES OF INCORPORATION
OF
ALTERNATIVE STRATEGIES, INC.**

The undersigned hereby files these Articles of Incorporation under the Florida Business Corporation Act.

ARTICLE I. NAME

The name of this corporation is:

Alternative Strategies, Inc.

(the "Corporation"). The principal and mailing address of Corporation is: 6000 S.W. 71st Street, Miami, Florida, 33143

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ARTICLE II. CAPITAL STOCK

The total number of all shares of all classes of stock which the Corporation shall have authority to issue is 1,000,000 shares, consisting of one class of common stock, with no par value ("Common Stock.")

ARTICLE III. NATURE OF BUSINESS

This corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. REGISTERED AGENT

The registered office of this Corporation shall be at 6000 S.W. 71st Street, Miami, Florida 33143 and the registered agent of this Corporation at such office shall be Michael E. Hill.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator of the Corporation is Michael E. Hill, 6000 S.W. 71st Street, Miami, Florida, 33143.

ARTICLE VII. INDEMNITY

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, has executed these Amended and Restated Articles of Incorporation on this 5th day of March, 1998.

By: Michael E Hill
Michael E. Hill, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, the undersigned has been named to act as the registered agent of Alternative Strategies, Inc. at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 607.0505, Florida Statutes, relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Michael E Hill
Michael E. Hill
Registered Agent

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