ACCOUNT NO. : 07210000032

REFERENCE: 026200 7159734

AUTHORIZATION:

COST LIMIT: \$ 70.00

ORDER DATE: November 9, 1998

ORDER TIME: 4:20 PM

COMPANY

ORDER NO. : 026200-005

CUSTOMER NO: 7159734

CUSTOMER: Mr. William D. Fisher

MR. WILLIAM D. FISHER MR. WILLIAM D. FISHER

Rr4 Box 120

Selinsgrove, PA 17870

DOMESTIC FILING

NAME: ALTERNATIVE SOLUTIONS & RISK

MANAGEMENT, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

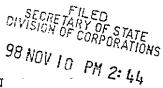
CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

890111

400002684524

111



ARTICLES OF INCORPORATION

OF

ALTERNATIVE SOLUTIONS & RISK MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State _____ of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ALTERNATIVE SOLUTIONS & RISK MANAGEMENT, INC.

The address of the principal office of this corporation

shall be Rural Route 4, Box 120, Selinsgrove, Pennsylvania 17870,

and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

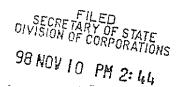
This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Vanessa Colon Dir.

452 Osceola Street, Suite 208 Altamonte Springs, Florida 32701



ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these

Articles of Incorporation on November 9, 1998.

Its Agent, Karen B. Rozar Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

CDY/DAS