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TAYLOR LEE & ASSOCIATES, P.A.

9507 Southwest 160 Street, Suite 270, Miami, Florida 33157 • Telephone (305) 256-0912

December 28, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-01/05/00-01061-009
****122.50 *****78.75

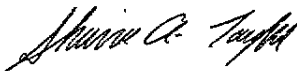
ATTENTION: NEW FILINGS SECTION

Re: Horizon Management Solutions, Inc.

Dear Corporate Specialist:

Enclosed you will find articles of incorporation and designation of registered agent along with your required filing fee of \$122.50. If you have any questions please contact me at the above address.

Sincerely,



Sherrie A. Taylor

enc. Articles of Incorporation
Filing Fee

1/11
Informed client by letter
added address for incorporation.

Stt

S. Thompson JAN 11 2000

**ARTICLES OF INCORPORATION
OF
HORIZON MANAGEMENT SOLUTIONS, INC.**

FILED
00 JAN -5 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of this Corporation under the provisions of Chapter 607 of the Florida Statutes, as amended, adopts the following Articles of Incorporation:

ARTICLE I: NAME OF CORPORATION

The name of the corporation is HORIZON MANAGEMENT SOLUTIONS, INC.

ARTICLE II: MAILING ADDRESS OF THE CORPORATION

The mailing address of the Corporation is at 4360 NW 29 Street, Suite 4 Lauderdale Lakes, Florida 33313.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purposes of the Corporation is organized to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue One Thousand (1000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of this Corporation, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 4360 NW 29 Street, Suite 4, Lauderdale Lakes, Florida 33313 and the name of the registered agent at that office is Kirk McDowell.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors constituting as the initial Board of Director(s).

The names and addresses of the initial Board of Directors of the Corporation are:


Mark Hemmings	Kirk McDowell	Andrea McDowell
4360 NW 29 Street #4	4360 NW 29 Street #4	4360 NW 29 Street #4
Lauderdale Lakes, FL 33313	Lauderdale Lakes, FL 33313	Lauderdale Lakes, FL 33313

ARTICLE IX: INITIAL CORPORATE OFFICERS

The Corporation shall have as the initial corporate officers the following:

Mark Hemmings	Kirk McDowell	Andrea McDowell
President	Vice-President	Secretary/Treasurer
4360 NW 29 Street #4	4360 NW 29 Street #4	4360 NW 29 Street #4
Lauderdale Lakes, FL 33313	Lauderdale Lakes, FL 33313	Lauderdale Lakes, FL 33313

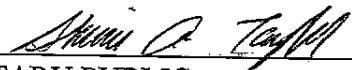
IN WITNESS WHEREOF, I, the undersigned incorporator have signed these Articles of Incorporation on this 18 day of December, 1999 and acknowledge the same to be my act.


ANDREA BROWN MCDOWELL
4360 NW 29 Street #4
Lauderdale Lakes, FL 33313

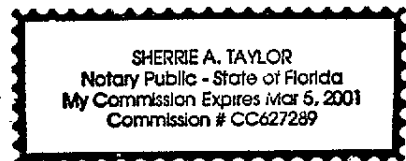
STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 18 day of December, 1999 before me, an officer duly authorized, personally appeared, Andrea B. McDowell, to me personally known and known to be the persons described in and who executed the foregoing instrument, and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this the day and year above written.


NOTARY PUBLIC, State of Florida at Large

(Seal)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the said Act:

First--Horizon Management Solutions, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Lauderdale Lakes County of Broward, State of Florida, has named Kirk McDowell located at 4360 NW 29

Street, Suite 4, Lauderdale Lakes, County of Broward, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: _____

KIRK MCDOWELL

FILED
00 JAN -5 PM 12:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA