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Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

HORIZON REAL PROPERTY HOLDINGS, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
HORIZON REAL PROPERTY HOLDINGS, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is HORIZON REAL PROPERTY HOLDINGS, INC. (the "Corporation").

ARTICLE II
MAILING ADDRESS

The principal and mailing address of the Corporation shall be 1851 N.W. 125th Avenue, Suite 100, Pembroke Pines, FL 33028

ARTICLE III
DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Florida Secretary of State.

ARTICLE IV
PURPOSE

The Corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

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This instrument prepared by:

FRANK T. ADAMS, ESQUIRE

Florida Bar No: 279218

KATZ, BARRON, SQUITERO & FAUST, P.A.

100 N.E. 3rd Avenue, Suite 280

Fort Lauderdale, Florida 33301

Tel: (954) 522-3636

Fax: (954) 522-5119

Fax Audit No: H01000120809 8

ARTICLE V
POWERS

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE VI
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are: Robert C. Grady, Esquire, c/o Katz, Barron, Squitiero & Faust, P.A., 100 N.E. 3rd Avenue, Suite 280, Fort Lauderdale, FL 33301.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 N.E. 3rd Avenue, Suite 280, Fort Lauderdale, FL 33301 and the name of the initial registered agent of this corporation at that address is Robert C. Grady, Esquire.

ARTICLE IX
INITIAL DIRECTORS

This corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The initial director of this corporation shall be Thomas E. Lunak, 1851 N.W. 125th Avenue, Suite 100,

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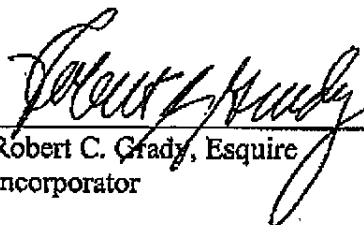
Pembroke Pines, FL 33028.

ARTICLE X
OFFICERS

The initial officers of the Corporation shall be the following:

President - Thomas E. Lunak
Secretary/Treasurer - John O'Malley


IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this
____ day of December, 2001.


Robert C. Grady, Esquire
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VIII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this ____ day of December, 2001.


ROBERT C. GRADY