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FLORIDA PROFIT CORPORATION OR P.A.

HORIZON INDUSTRIES, INC.

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|-----------------------|---------|
| Certificate of Status | 0 |
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 29, 2002

EMPIRE

SUBJECT: HORIZON INDUSTRIES, INC.
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FAX Aud. #: H02000067726
Letter Number: 702A00018727

**ARTICLES OF INCORPORATION
OF
HORIZON INDUSTRIES, INC.**

ARTICLE I. CORPORATE NAME.

The name of this corporation is: HORIZON INDUSTRIES, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten (10) shares of common stock with one dollar (\$1.00) par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. MAILING ADDRESS.

The address of the principal office of the corporation is 1100 South State Road 7, Margate, FL 33066; and the mailing address of the corporation is 7378 West Atlantic Boulevard, #333, Margate, FL 33063.

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TALLAHASSEE, FLORIDA**

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ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**UCC FILING & SEARCH SERVICES, INC.
526 E. Park Avenue, Tallahassee, Florida 32302**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have One (1) director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR.

The name(s) of the initial director(s) of this Corporation and their street addresses are:

DENISE GOLDBERG, 1100 South State Road 7, Margate, FL 33068

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

**DENISE GOLDBERG
1100 South State Road 7
Margate, FL 33068**

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These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. INDEMNIFICATION.

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

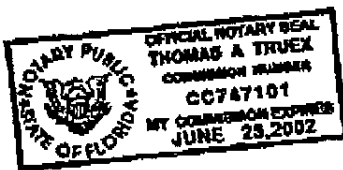
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 19 day of March 2002

Denise Goldberg
DENISE GOLDBERG

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared DENISE GOLDBERG, who has produced [type of identification] Fla Driver's License (Number) G431-176-50-827-8 as identification and who did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 19 day of March 2002.



Thomas A. Trux
(Signature of Notary Public)

Thomas A. Trux
(Name of Notary Public typed, printed stamped) Notary Public, State of Florida

My commission expires: 6-23-2002

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DESIGNATION AND ACCEPTANCE

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

That HORIZON INDUSTRIES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1100 South State Road 7, Margate, FL 33068, County of Broward, State of Florida, has named UCC FILING & SEARCH SERVICES, INC., located at 526 E. Park Avenue, Tallahassee, Florida 32302, Broward County, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: 3/28/02

Ed Hand, President
UCC FILING & SEARCH SERVICES, INC..
Registered Agent

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