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FRIEDMAN, RODRIGUEZ & FERRARO, P. A.

ATTORNEYS AT LAW

2000 MIAMI CENTER

200 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131-4320

TELEPHONE (305) 377-4100

TELEFAX (305) 377-4101

LESLIE ALAN SCHERE, P.A.
OF COUNSEL
FAX (305) 350-6000

January 18, 1995

Divisions of Corporation
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

Re: Horangel Inc.
Our File No. 2077-12-95/LAS

300001387703
-01/24/95--01061--012
***122.50 ***122.50

Dear Sir/Madam:

Enclosed please find Articles of Incorporation and my trust
account check in the amount of \$122.50, representing the following:

Filing Fee	\$ 32.50
Certified Copy	\$ 52.50
Registered Agent	
Designation	\$ 35.00
	<u>\$122.50</u>

Thank you for your prompt attention.

Very truly yours,


Leslie Alan Schere, Esq.

LAS:em

encls.

FILED
95 JAN 23 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
1/27/95

ARTICLES OF INCORPORATION
OF
HORANGEL, INC.

FILED
95 JAN 23 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

HORANGEL, INC.

The address of the principal office of this corporation shall be c/o Leslie Alan Schere, P.A., Suite 2300 - Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131-4329, and the mailing address 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be Suite 2300 - Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131-4329, and the name of the initial registered agent of the corporation at the address is Leslie Alan

Schere, P.A.

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 Director, initially. The name and street address of the initial member of the Board of Director is:

Angela C. Groba de Tirigall Director	Suite 2300 - Miami Center 201 South Biscayne Boulevard Miami, Florida 33131-4329
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Horacio G. Tirigall Director	Suite 2300 - Miami Center 201 South Biscayne Boulevard Miami, Florida 33131-4329
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ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Angela C. Groba de Tirigall President	Suite 2300 - Miami Center 201 South Biscayne Boulevard Miami, Florida 33131-4329
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Horacio Tirigall Secretary	Suite 2300 - Miami Center 201 South Biscayne Boulevard Miami, Florida 33131-4329
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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these

Articles of Incorporation is:

Leslie Alan Schere, P.A.
Suite 2300 - Miami Center
201 South Biscayne Boulevard
Miami, Florida 33131-4329

FILED


95 JAN 23 PM 4:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned President of Leslie Alan Schere, P.A., has herunto set his hand and seal of Leslie Alan Schere, P.A., Inc., on this ____ day of January, 1995.

LESLIE ALAN SCHERE, P.A.

By



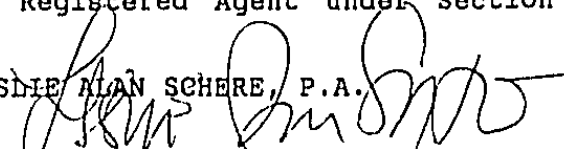
Leslie Alan Schere, President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Leslie Alan Schere, P.A., a Florida Professional 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.

LESLIE ALAN SCHERE, P.A.

By



Leslie Alan Schere, President