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Bonnie M. Willis, P.A.

Attorney at Law

September 19, 1996

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

700001954237
-09/24/96--01036--003
****122.50 ****122.50

RE: Horizon Funding Group, Inc.

Dear Sirs:

Enclosed please find the articles of incorporation, along with a check in the amount of \$122.50.
Please forward back to the address before the certified copy. If there is more information that
you will need feel free to contact the office listed below.

Very truly yours,


Bonnie M. Willis
BMW/ka

FILED
96 SEP 23 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL SEP 25 1996

**ARTICLES OF INCORPORATION
OF
HORIZON FUNDING GROUP, INC.**

FILED
96 SEP 23 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I: NAME & ADDRESS

The name of the Corporation is **HORIZON FUNDING GROUP, INC., 120 SOUTH OLIVE AVENUE, SUITE 210, WEST PALM BEACH, FL 33401.**

ARTICLE II: DURATION

The Corporation shall have perpetual existence.

ARTICLE III: PURPOSE

Raise capital for investments.

ARTICLE IV: CAPITAL STOCK

The Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 224 Datura Street, #815, West Palm Beach, Florida 33401 and the name of the initial Registered Agent of the Corporation at that address is Bonnie M. Willis, Esquire.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have one director initially to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of the directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

President/Vice President/Treasurer/Secty - Ed Hutton

ARTICLE VII: INCORPORATOR

The name and address of the person signing these Articles is: Bonnie M. Willis, Esquire, 224 Datura Street, Suite 815, West Palm Beach, Florida 33401.

ARTICLE VIII: AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 19 day of

Sept, 1996.



BONNIE M. WILLIS, ESQUIRE

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Bonnie M. Willis, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19th day of September 1996.



JOHN A KOVARIK
My Commission CC317110
Expires Sep. 20, 1997
Bonded by HAI
800-422-1555

John A. Kovarik
NOTARY PUBLIC

MY COMMISSION EXPIRES: 9/20/97

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I heroby accept the appointment as the initial Registered Agent of Horizon Funding Group, Inc., as made in the foregoing Articles of Incorporation.

DATE: 9/19/96

BY: *R L*
BONNIE M. WILLIS, ESQUIRE

FILED
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TALLAHASSEE, FLORIDA