

Kenneth W. McCoy, P.A.

Accounting Firm

15150 N.W. 79th Court
Suite 195
Miami Lakes, Florida 33016
Phone: (305) 362-1841

P97000/17134

Secretary of State
Corporate Records
P.O. Box 327
Tallahassee, FL 32314

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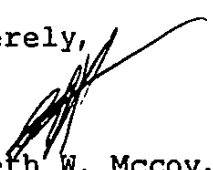
RE: New Horizon, Inc.

Dear Sir/Madam:

Enclosed please find two (2) executed copies of Articles of Incorporation for New Horizon, Inc. together with a check for One hundred fifty dollars (\$150.00).

Thank you for your prompt attention to this matter.

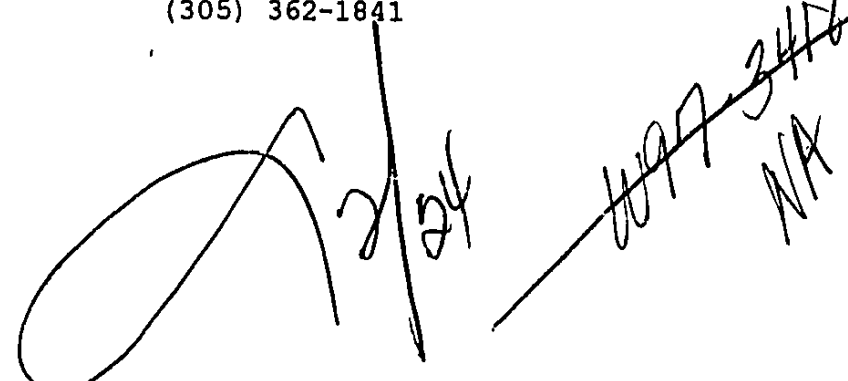
Sincerely,


Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P.A.
15150 N.W. 79th Court,
Suite 195
Miami Lakes, FL 33016
(305) 362-1841

150.
122.50
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Average

FILED
97 FEB 24 PM 12:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA


NA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 11, 1997

KENNETH W MCCOY, P.A.
15150 N.W. 79TH COURT
SUITE 195
MIAMI LAKES, FL 33016

SUBJECT: NEW HORIZONS, INC.
Ref. Number: W97000003418

We have received your document for NEW HORIZONS, INC. and check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 597A00007276

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

New Horizon Consultants, Inc.
~~New Horizon, Inc.~~

ARTICLE I - NAME & ADDRESS

The name and address of the corporation shall be

New Horizon Consultants, Inc.
~~New Horizon, Inc.~~

4900 N.W. 36th Avenue
Miami, Florida 33142

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and its existence upon filing date.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1000) shares of Fifty Cents (.50), par value, common stock which shall be designated "common shares".

ARTICLE V - POWER OF SHAREHOLDERS

There shall be no Board of Directors and all affairs normally conducted by a Board of Directors shall be conducted by the shareholders. The shareholders shall have the same power and authority as that of a Board of Directors.

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify the officers and shareholders of the corporation to the fullest extent authorized by Section 607.014, Florida Statutes. For the purpose of interpreting this Article and the aforementioned Florida Statute, the shareholder shall be considered a director when the action taken by him for which indemnification is sought is action traditionally conducted by a director.

ARTICLE VII - INCORPORATOR

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

Robert Saroza, Jr.
4900 N.W. 36th Avenue
Miami, Florida 33142

ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

4900 N.W. 36th Avenue
Miami, Florida 33142

and the name of the initial registered agent of this corporation at that address is:

Robert Saroza, Jr.

IN WITNESS WHEREOF, The undersigned incorporator, has
executed these Articles of Incorporation, on this 4th day of
FEBRUARY 1997.

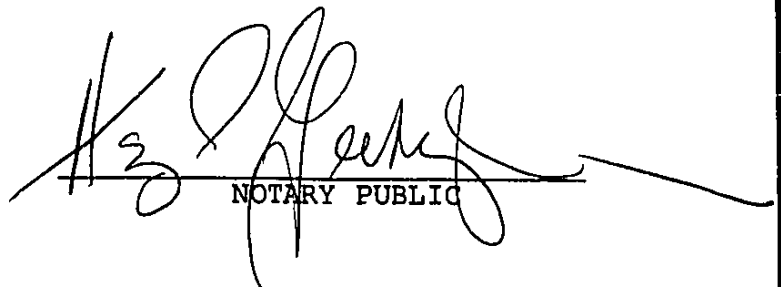

Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, a Notary Public,
authorized to take acknowledgements in the State and County set
forth herein above, personally appeared Robert Saroza, Jr., who
produced the following Florida Driver's License number 5620
760-61-370-0, known to be and known by me to be the person
who executed the foregoing Articles of Incorporation of ~~New~~
New Horizon Consultants, Inc.
~~Horizon, Inc.~~ and he/she acknowledged before me that he/she
executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my seal in the State and County aforesaid, on this 4th
day of FEBRUARY 1997.


NOTARY PUBLIC

My Commission Expires:




HARRY E. GEISSINGER III
My Commission 00491700
Expires Dec. 25, 1999

REGISTERED AGENT CERTIFICATE

The undersigned hereby accepts the office of Registered
Agent for New Horizon Consultants, Inc.
~~New Horizon, Inc.~~ and agrees to accept
service of process for said corporation at the place designated
in its Articles of Incorporation as its principal place of
business and to act in said capacity in accordance with the laws
of the State of Florida.

DATED, at Miami, Dade County, Florida, on this 4
day of February 1997.


Robert Saroza, Jr.

FILED
97 FEB 24 PM 12:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA