

P98000092568



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 016144 7168500

AUTHORIZATION :

Patricia Pzyut

COST LIMIT : \$ 78.75

ORDER DATE : October 30, 1998

ORDER TIME : 2:22 PM

ORDER NO. : 016144-005

CUSTOMER NO: 7168500

CUSTOMER: Ms. Mark Koivu
BIRCH FLORIDA LIMITED INC.
BIRCH FLORIDA LIMITED INC.
2296 West Airport Boulevard

Sanford, FL 32771

FILED
98 OCT 30 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HTN AMERICA CORP.

800002677158--6

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

Jmc
10/30/98

RECEIVED
98 OCT 30 PM 2:41

Articles of Incorporation

HTN America Corp.

FILED

98 OCT 30 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of the corporation is: HTN America Corp.

Article II

This corporation shall have perpetual existence.

Article III

This corporation organized for the purpose of engaging in such businesses as the corporation elects to so engage, and any and all lawful commercial types of business, and further said corporation shall engage in any and all related fields necessary to accomplish said purposes hereinabove set forth, and shall further engage in any activity permitted under the laws of the State of Florida and of the United States of America.

Article IV

This corporation is authorized to issue TEN MILLION (10,000,000) shares of stock at one dollar (\$1.00) par value.

Article V

The street address of the initial registered and principal office of this corporation is 2296 W. Airport Blvd., Sanford Fl., 32771; and the name of the initial registered agent of this corporation is: Mark T. Koivu.

Article VI

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article VII

The incorporator will be: Mark T. Koivu.

2296 W. Airport Blvd., Sanford, Fl. 32771

Articles of Incorporation

HTN America Corp.

Article VIII

The officers of this corporation who shall hold office during the first year of the corporation's existence or until their successors, are as follows:

Office

President

Name and Address

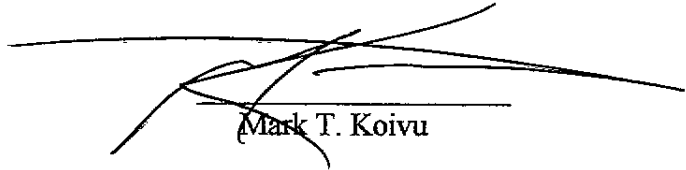
Mark T. Koivu
2296 W. Airport Blvd.
Sanford, Florida 32771

Article IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS whereof, the undersigned incorporator has executed these Articles of Incorporation on this 29 day of October, 1998 A.D.

I, the undersigned incorporator, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Mark T. Koivu

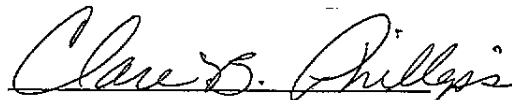
STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared MARK T. KOIVU, who, being by me, first duly sworn and is personally known to me, acknowledged before me that he executed the foregoing Articles of Incorporation as his free and voluntary deed for the purpose described therein.

SWORN TO AND SUBSCRIBED before me this 29th day of October, 1998. A.D.



CLARE B. PHILLIPS
COMMISSION # CC 659673
EXPIRES AUG 23, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public, State of Florida