

P990000.33387

Brendolyn Bruton
Secretary of State
Division of Corporations
P O Box 6327
Tallahassee FL 32314

Re: Horizon Technologies, Inc.

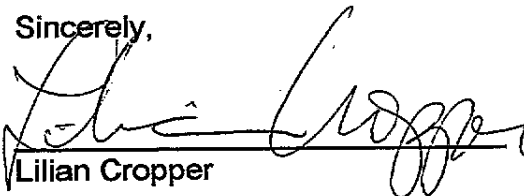
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-05/28/98-01035-019
*****112.50 *****112.50

Gentlemen;

Enclosed please find the original and one copy of Articles of Incorporation. In addition, you will find enclosed a cashiers check for \$122.50 for the fees for this company.

This represents the cost of filing fees, a certified copy of the Articles of Incorporation, and the fee for Registered Agent.

Sincerely,


Lillian Cropper

100002538851--2
-05/28/98-01035-019
*****10.00 *****10.00

Voice: 407-381-7606
Fax: 407-282-7156
Email:

MAILING ADDRESS OF CORPORATION:

Horizon Technologies, Inc.
7906 Autumn Wood Drive
Orlando FL 32825

Enc

FILED
99 APR -7 AM 8:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

205



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 2, 1998

LILIAM CROPPER
HORIZON TECHNOLOGIES, INC.
7906 AUTUMN WOOD DRIVE
ORLANDO, FL 32825

SUBJECT: HORIZON TECHNOLOGIES, INC.
Ref. Number: W98000012496

We have received your document for HORIZON TECHNOLOGIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 698A00030815

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
Of

~~Horizon Technologies, Inc.~~
Digital FX, Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

Article I Corporate Name

The name of the corporation is Horizon Technologies, Inc.

Article 11 Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of Florida or any other state, county, territory, or nation.

Article IV Capital Stock

The corporation is authorized to issue seven thousand five hundred (7500) shares of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

Article V Initial Register Office and Agent

The principal office and mailing address of the corporation is:

~~Horizon Technologies, Inc.~~ Digital FX, Inc.
7906 Autumn Wood Drive
Orlando FL 32825

The name and address of the Initial Register Agent is:

Lilian Cropper
7906 Autumn Wood Drive
Orlando FL 32825

Article VI Initial Board of Directors

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of the corporation are:

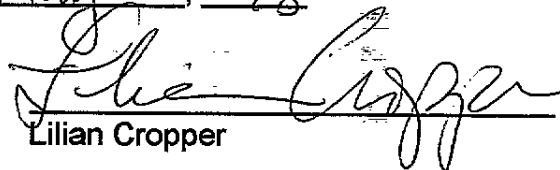
Lilian Cropper
7906 Autumn Wood Drive
Orlando FL 32825

Article VII Incorporators

The name and addresses of the initial incorporator(s) is/are:

Lilian Cropper
7906 Autumn Wood Drive
Orlando FL 32825

IN WITNESS WHEREOF, the undersigned subscriber(s) has/have executed these Articles of Incorporation the 26 day of May, 98


Lilian Cropper

State of Florida)

SS

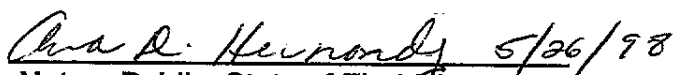
County of Orange)

Before me, a Notary Public authorized to take acknowledgements in the State and County as set forth above, personally appeared known to me or provided the following identification: FL D.L.# C 616-521-66-714-0

and known to be the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 26 day of May, 1998.

Seal


Notary Public, State of Florida)
My commission expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTER AGENT**

**CERTIFICATE OF REGISTER AGENT
Of**

~~Horizon Technologies, Inc.~~
Digital Fx, Inc.

Pursuant to Florida statutes sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its register office as indicated in the Articles of Incorporation at

~~Horizon Technologies, Inc.~~ Digital Fx, Inc.
7906 Autumn Wood Drive
Orlando FL 32825

has named Lilian Cropper located at the aforesaid address as its

Register Agent to accept process within this state.

ACKNOWLEDGEMENT

Having been named Register Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping said office.


Lilian Cropper, President

FILED
99 APR -7 AM 8:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA