

P99000051652

HORIZON WORLD CONNECTIONS INC.
9241 E. BAY HARBOR DR. #28
BAY HARBOR ISLES, FL. 33154
Tel: 305-868-0078

APRIL 30, 1999

400002893734--6
-06/03/99-01038-020
122.50 **78.75

Secretary of State
Division of Corporations
P.O.Box 6327
TALLAHASSEE, FL. 32314

REF: APPLICATION FOR CORPORATE STATUS FOR HORIZON WORLD CONNECTIONS, INC.

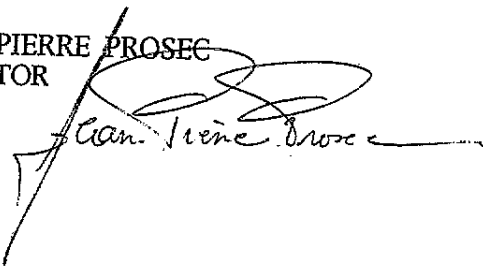
Please find enclosed two notarized copies of the charter for HORIZON WORLD CONNECTIONS, INC.

I am also enclosing a check payable to the secretary of state in the amount of 122.50 to cover the necessary filing fees.

Thank you for your anticipated prompt reply.

Very truly yours,

JEAN-PIERRE PROSEC
DIRECTOR



FILED
99 JUN -3 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 08 1999

ARTICLES OF INCORPORATION

OF

HORIZON WORLD CONNECTIONS, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA AND FURTHERMORE AGREE TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -3 PM 1:41

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ARTICLE I : NAME

THE NAME OF THIS CORPORATION IS:

HORIZON WORLD CONNECTIONS, INC.

ARTICLE II: PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES: TO MAINTAIN, OPERATE, AND CONTROL A TOURGUIDEBUSINESS. TO ENGAGE IN ANY RELATED BUSINESS OR SERVICE THAT IS LEGAL ACCORDING TO THE LAWS OF THE UNITED STATES OF AMERICA. TO OBTAIN LICENSES FROM THE UNITED STATES OF AMERICA. AND TO ENTER INTO ALL REAL AND PERSONAL PROPERTY WHICH MAY BE NECESSARY, ADVANTAGEOUS, OR PROPER IN THE CONDUCT OF ITS BUSINESS, AND FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS.

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 150 SHARES ALL OF ONE CLASS AND ALL OF THE PAR VALUE OF FIFTY (\$50.00) DOLLARS PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS DISSOLVED BY ACTION OF LAW.

ARTICLE V: INITIAL REGISTERED OFFICE/ PRINCIPAL OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 9241 E. BAY HARBOR DR. # 28, BAY HARBOR ISLES ISLES, FL 33154 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS JEAN-PIERRE PROSEC

ARTICLE VI: DIRECTORS

THIS CORPORATION SHALL HAVE NOT LESS THAN ONE (1) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME AS THE STOCKHOLDER (S) DESIRE, IN ACCORDANCE WITH THE BY-LAWS HEREOF.

ARTICLE VII: INITIAL DIRECTORS

THE NAME AND POST OFFICE ADDRESS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION IS AS FOLLOWS:

NAME	ADDRESS
JEAN-PIERRE PROSEC PRESIDENT	9241 E. BAY HARBOR DR. # 28 BAY HARBOR ISLES, FL. 33154

ARTICLE VIII: SUBSCRIBER

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS

AS FOLLOWS:

NAME	ADDRESS
JEAN-PIERRE PROSEC PRESIDENT	9241 E. BAY HARBOR DR. # 28 BAY HARBOR ISLES, FL. 33154

ARTICLE IX: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X: AMENDMENT

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 SHAREHOLDERS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL

THIS 28th DAY OF May, 1999 I HEREBY AM FAMILIAR

WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION

Jean-Pierre Prosec
JEAN-PIERRE PROSEC, PRESIDENT

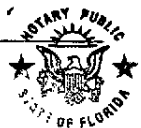
STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME

THIS 28th DAY OF May, 1999, BY JEAN-PIERRE PROSEC

Jaswant Makhiya
NOTARY PUBLIC



JASWANT MAKHIYA
My Commission CC589211
Expires Jul. 14, 2000

JPM
5/28/99

FILED
99 JUN -3 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA