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REPLY TO:
POST OFFICE BOX 2063
HOBE SOUND, FLORIDA 33475-2063
10758 S. E. FEDERAL HWY.
HOBE SOUND, FLORIDA 33455

September 8, 1999

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

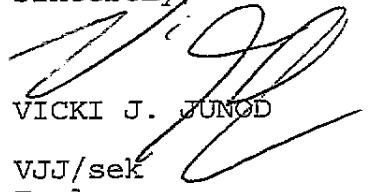
Re: Horizon Referral Net, Inc.

Dear Sir or Madame:

Enclosed please find original and one copy of Articles of Incorporation for Horizon Referral Net, Inc. I also enclose my check in the amount of \$78.75 for the filing fee. Please process these in the usual manner and return the file stamped/certified copy to me at the above address.

Please feel free to contact me if you have any questions. Thank you for your attention to this matter.

Sincerely



VICKI J. JUNOD

VJJ/sek
Encls.

cc: Ralph Davino/Joanne Weidman

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HORIZON REFERRAL NET, INC.

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

ARTICLE I.
NAME

The name of this corporation shall be HORIZON REFERRAL NET, INC.

ARTICLE II.
DURATION

This corporation shall have perpetual existence.

ARTICLE III.
PURPOSE

This corporation is organized to transact any lawful business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV.
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock. The consideration to be paid for each share shall be payable in money, property, or services, at a just valuation to be fixed by the Board of Directors.

ARTICLE V.
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI.
RESTRICTION ON SALE OF STOCK

Shares held by shareholders may not be sold to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered shall be further specified by written agreement among the shareholders, but the absence of such agreement shall not alter this restriction.

ARTICLE VII.
PRINCIPAL OFFICE AND AGENT

The street address of the principal office of this corporation is 10778 S.E. Federal Highway, Hobe Sound, Florida, 33455, and the name of the initial registered agent of this corporation at that address is RALPH F. DAVINO, JR.

ARTICLE VIII.
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

RALPH F. DAVINO, JR.
8023 S.E. Windjammer Way
Hobe Sound, FL 33455

JOANNE WEIDMAN
4193 S.E. St. Lucie Boulevard
Stuart, FL 34997

ARTICLE IX.
INCORPORATOR

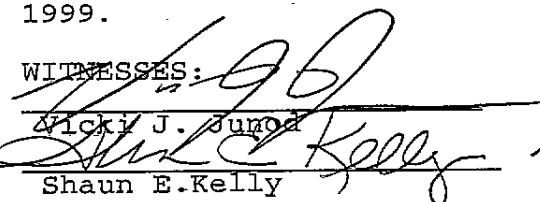
The names and addresses of the incorporators signing these Articles of Incorporation are:

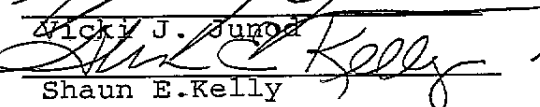
RALPH F. DAVINO, JR.
8023 S.E. Windjammer Way
Hobe Sound, FL 33455

JOANNE WEIDMAN
4193 S.E. St. Lucie Boulevard
Stuart, FL 34997

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals this 8th day of September, 1999.

WITNESSES:


Micki J. Juroz


Shaun E. Kelly


RALPH F. DAVINO, JR.

WITNESSES:

~~Vicki J. Juncos~~

Shaun E. Kelly

JOANNE WEIDMAN

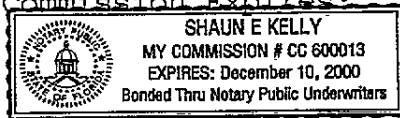
STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared RALPH F. DAVINO, JR. and JOANNE WEIDMAN, who are personally known to me and who did not take an oath, and who are known by me to be the subscribing incorporators who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 8th day of September, 1999.

Notary Public

My Commission Expires:



ACCEPTANCE OF RESIDENT AGENT

I, having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

RALPH F. DAVINO, JR.