

PO 1066065104

BOOSE CASEY CIKLIN LUBITZ MARTENS MCBANE & O'CONNELL
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

JOSEPH L. ACKERMAN, P.A.
LINDA DICKHAUS AGNANT
BRUCE G. ALEXANDER, P.A.
JERALD S. BEER, P.A.
WILLIAM R. BOOSE, P.A.
JOHN D. BOYKIN, P.A.
PATRICK J. CASEY, P.A.
RICHARD R. CHAVES
PATRICIA M. CHRISTIANSEN
ALAN J. CIKLIN, P.A.
MICHAEL W. CONNORS
ROBERT L. CRANE, P.A.
RONALD E. CRESCENZO
JEFFREY M. GARBER

JASON S. HASELKORN
W. JAY HUNSTON, JR., P.A.
RICHARD A. JAROLEM
BRIAN B. JOSLYN, P.A.
GREGORY S. KINO, P.A.
DONNA L. LEVY
M. DANIEL LOGAN
CHARLES A. LUBITZ, P.A.
RICHARD L. MARTENS, P.A.
LOUIS R. MCBANE, P.A.
BRIAN M. O'CONNELL, P.A.
PHIL D. O'CONNELL, P.A.
DEAN VEGOSEN, P.L.
JOHN R. YOUNG, P.A.

PHILLIP D. O'CONNELL, SR. (1907-1987)

OF COUNSEL
JOHN L. REMSEN
MICHAEL J. KENNEDY
GARY WALK

NORTHBRIDGE TOWER I - 18th FLOOR
515 NORTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401
TELEPHONE: (561) 832-5900
TELECOPIER: (561) 820-0389

MAILING ADDRESS
P.O. BOX 4626
WEST PALM BEACH, FL 33402-4626

WRITER'S E-MAIL: DVEGOSEN@BOOSECASEY.COM

June 15, 2001

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

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

Re: ~~Millenium Holding, Inc.~~

Ladies and Gentlemen:

Enclosed please find Articles of Incorporation of the above corporation for filing. We are also enclosing one duplicate original which we would appreciate your certifying and returning to us in the enclosed envelope.

We enclose a check in the amount of \$78.75 which covers the following:

Charter Filing	\$35.00
Registered Agent Fee	35.00
Certified Copy	8.75

\$78.75

FILED
2001 JUN 18 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

If there are any problems which would prohibit the filing of the above Articles immediately, please call me collect at the above number.

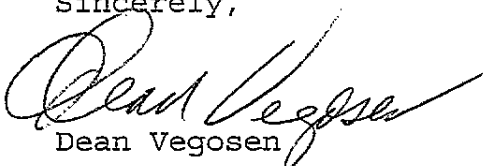
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001-14175

7/2/01

Florida Department of State
June 15, 2001
Page 2

Thank you for your cooperation in this matter.

Sincerely,



Dean Vegosen

DV/rl

Encls. -



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
2001 JUN 18 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 20, 2001

BOOSE CASEY, ET. AL.
ATTN: DEAN VEGOSEN
POST OFFICE BOX 4626
WEST PALM BEACH, FL 33402-4626

SUBJECT: MILLENNIUM HOLDING, INC.
Ref. Number: W01000014175

We have received your document for MILLENNIUM HOLDING, INC.. However, the document has not been filed and is being returned for the following:

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6052.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 101A00037521

EFFECTIVE DATE

10/27/01

FILED

ARTICLES OF INCORPORATION
OF
INDOCOM, INC.

2001 JUN 18 AM 10:29

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned Incorporator and Subscriber, being a natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida a corporation for profit as follows:

ARTICLE I - Name of Corporation

The name of this corporation shall be INDOCOM, INC.

ARTICLE II - Principal Address

The principal address of this corporation shall be:

313 Clematis Street
West Palm Beach, Florida 33401

This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

ARTICLE III - Duration

This Corporation shall commence on the date of execution and acknowledgement of these Articles and shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE IV - Purpose

This corporation is organized for the purpose of transacting any and all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

ARTICLE V - Capital Stock

The authorized capital stock of the corporation shall be one thousand (1,000) shares, common stock with a One Dollar (\$1.00) per share par value, which shall be fully paid and non-assessable.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property, or labor or services actually performed for the corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE VI - Preemptive Rights

Every shareholder, upon the sale for cash or other property of any previously unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as

may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - Registered Office and Agent

The street address of the initial registered office of this corporation is 17th Floor, 515 North Flagler Drive, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at that address is Charles A. Lubitz.

ARTICLE VIII - Board of Directors

A Board of Directors shall be established by the Bylaws and may be either increased or diminished from time to time as provided in the Bylaws. The names and addresses of the initial directors of this corporation are:

Shishir Choksi
313 Clematis Street
West Palm Beach, Florida 33401

Brent Eddy
313 Clematis Street
West Palm Beach, Florida 33401

ARTICLE IX - Incorporator

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

Charles A. Lubitz
515 North Flagler Drive
17th Floor
West Palm Beach, Florida 33401

ARTICLE X - Right of Assignment

The original incorporator of this corporation shall have the right, upon its organization, to assign and deliver his subscriptions of stock to any person or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who upon acceptance of such assignment, shall stand in rights, liabilities and duties entailed by said subscribers, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

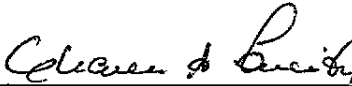
ARTICLE XI - Management of Corporation by Stockholders

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

ARTICLES XII - Amendment

The 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 Stockholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand
and seal, this 27th day of June, 2001.

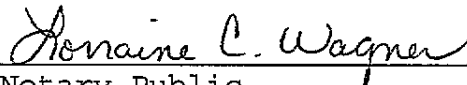


Charles A. Lubitz

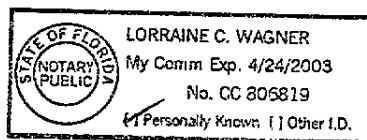
STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Before me personally came and appeared CHARLES A. LUBITZ,
who is personally known to me to be the individual described in
and who executed the foregoing Articles of Incorporation and
acknowledged to and before me that he executed said instrument
for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in
the County and State aforesaid, this 27th day of June, 2001.



Notary Public
State of Florida at Large



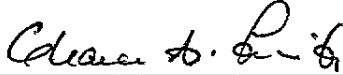
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- That INDOCOM, INC., desiring to organize under the
laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation, has named Charles A.
Lubitz, who is located at 17th Floor, 515 North Flagler Drive,
City of West Palm Beach, County of Palm Beach, State of Florida,
as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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



Charles A. Lubitz

FILED
2001 JUN 18 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA