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ACCOUNT NO. : 072100000032

REFERENCE : 313905 163139A

AUTHORIZATION : *Patricia Pygus*

COST LIMIT : \$ 122.50

ORDER DATE : April 1, 1997

ORDER TIME : 1:32 PM

ORDER NO. : 313905-005

800002180898--8

CUSTOMER NO: 163139A

CUSTOMER: Richard Goethel, Esq  
THE NORTHERN GROUP

100 N. W. 37th Avenue

Miami, FL 33125

DOMESTIC FILING

NAME: BLUE CHIP HOLDINGS, INC.

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: Paula K. Kendrick

EXAMINER'S INITIALS:

FILED  
97 APR -2 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*PMC 4/2/97*  
97 APR -2 AM 8:31  
DIVISION OF CORPORATION  
RECEIVED

ARTICLES OF INCORPORATION  
OF  
BLUE CHIP HOLDINGS, INC.

FILED  
97 APR -2 AM 9:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BLUE CHIP HOLDINGS, INC.

The address of the principal office of this corporation shall be 100 Northwest 37th Avenue, 4th Floor, Miami, Florida 33125, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 1, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

FILED

97 APR -2 AM 9:17

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

LRD/pkk