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May 16, 1997

REPLY TO: Miami

VIA OVERNIGHT MAIL

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

800002197638--8
-06/02/97--01083--003
****122.50 ****122.50

Re: **INDIGO HOLDINGS CORPORATION**
Our File No. 7332.002

Gentlemen:

Enclosed for filing please find Articles of Incorporation of Indigo Holdings Corporation.

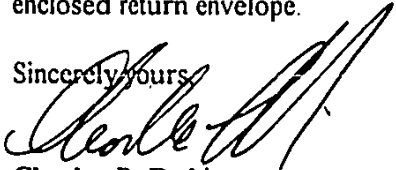
Also enclosed is our firm's check in the amount of \$122.50, to cover the following costs:

\$35.00	Filing Fee
\$35.00	Registered Agent Fee
\$52.50	Certified Copy.

EFFECTIVE DATE
5-19-97

Upon filing, please forward the certified copy to the undersigned at the above address in the enclosed return envelope.

Sincerely yours,


Charles D. Rubin

CDR/wp
Enc.

cc: Ricardo Fernandez (w/ enc.)

~~197 12108~~
~~685,677~~
DMC
5-22-97

FILED
97 MAY 22 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 22, 1997

CHARLES D. RUBIN, ESQUIRE
TESCHER CHAVES RUBIN, ET AL
9100 S DADELAND BLVD ONE DATRAN CTR #1
MIAMI, FL 33156-7819

SUBJECT: INDIGO HOLDINGS CORPORATION
Ref. Number: W97000012108

We have received your document for INDIGO HOLDINGS CORPORATION, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

Please return 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 (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 497A00028030

ARTICLES OF INCORPORATION

OF

INDIGO HOLDINGS CORPORATION

FILED

97 MAY 22 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

INDIGO HOLDINGS CORPORATION.

EFFECTIVE DATE

5-19-97

ARTICLE II

Existence

The corporation's existence shall commence on May 19, 1997.

ARTICLE III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE IV

Authorized Capital

The corporation is authorized to issue 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

Address

The address of the principal office of the corporation is 3195 S.W. 3rd Avenue (2nd Floor), Miami, Florida 33129 and its mailing address is 3195 S.W. 3rd Avenue (2nd Floor), Miami, Florida 33129.

ARTICLE VI

Registered Office and Agent

The street address of the corporation's initial registered office is 9100 S. Dadeland Blvd., Suite 1707, Miami, Florida 33156. The name of the initial registered agent at such office is Charles Rubin..

ARTICLE VII

Indemnification

To the fullest extent authorized or permitted by the Act, the corporation shall indemnify, and advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation or is or was serving at the request of the corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he or she is or was an employee or agent of the corporation, or is or was serving at the request of the corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the corporation, or any person who is or was serving at the request of the corporation as a director or officer of another corporation, no employee or agent of the corporation may apply to any court for indemnification, or advancement of expenses, by the corporation.

ARTICLE VIII

Incorporator

The name and address of the incorporator of the corporation is Charles Rubin, Tescher Chaves Rubin Forman & Muller, P.A., 9100 S. Dadeland Blvd., Suite 1707, Miami, Florida 33156.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 16, 1997.



CHARLES RUBIN

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with, and accept, the obligations set forth in Sections 48.091(2) and 607.0505 of the Florida Statutes.



CHARLES RUBIN