



PG 8000104075

ACCOUNT NO. : 072100000032

REFERENCE : 064523 4344659

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pignatelli*

ORDER DATE : December 14, 1998

ORDER TIME : 3:33 PM

ORDER NO. : 064523-005

800002712198--9

CUSTOMER NO: 4344659

CUSTOMER: Andrew Dunstan, Legal Asst  
GREENBERG TRAURIG HOFFMAN  
GREENBERG TRAURIG HOFFMAN  
Suite 300 East Tower  
777 S. Flagler Drive  
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: INDIAN OCEAN 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: Robert Maxwell

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 14 AM 9:57

RECEIVED  
98 DEC 14 PM 4:11  
DIVISION OF CORPORATIONS  
*g 12/15/98*

**ARTICLES OF INCORPORATION  
OF  
INDIAN OCEAN HOLDINGS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 14 AM 9:57

ARTICLE I - NAME

The name of this corporation is Indian Ocean Holdings, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

c/o Greenberg Traurig, P.A.  
777 South Flagler Drive, Suite 300E  
West Palm Beach, FL 33401

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock, which shall be designated "Common Stock."

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, Florida 32301

ARTICLE IX - INCORPORATOR

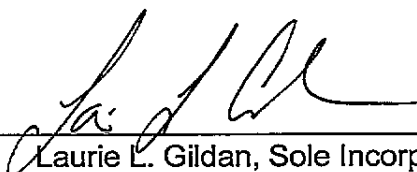
The name and address of the entity signing these Articles are:

Laurie L. Gildan  
Greenberg Traurig, P.A.  
777 South Flagler Drive, Suite 300E  
West Palm Beach, FL 33401

ARTICLE X - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th of December, 1998.

  
\_\_\_\_\_  
Laurie L. Gildan, Sole Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this \_\_\_\_ day of December, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

**Karen B. Rozar, As Its Agent**

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