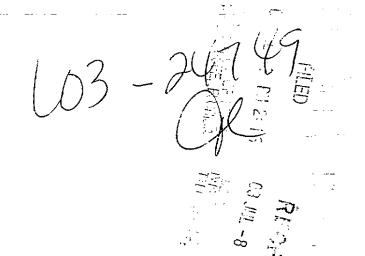


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(Ad	dress)	
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PICK-UP	WAIT	MAIL
(Bu	siness Entity Nar	ne)
(Do	cument Number)	+
Certified Copies	Certificates	s of Status
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Special Instructions to	Filing Officer:	





U7/08/03--01010--018 **1240.00



EXPRESS CORPORATE FILING SERVICE INC. Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101 Address

CORAL GABLES, FL 33134 (305) 444-4994

City/State/Zip Phone #

OFFICE USE ONLY

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1.	CARAVAN HOLE	DINGS UC.		1.41
	(Corporation Name)	(Document #)		•
2.	(Corporation Name)	(Document #)		
3.	(Corporation Name)	(Document #)		_
4.	(Corporation Mame)	(Document #)		
	Walk in Pick up to	्राप्तुः जार		Ü
	NEW FILINGS	AMENDMENTS	-	
	Profit	Amendment		
	NonProfit	Resignation of R.A., Officer/Director		
	Limited Liability	Change of Registered Agent		
	Domestication	Dissolution/Withdrawal		
l	Other	Merger		
			*-	
	OTHER FILNGS	REGISTRATION/		
	Annual Report	QUALIFICATION		
	Fictitious Name	Foreign		
	Name Reservation	Limited Partnership		
		Reinstatement		

Trademark

Other

ARTICLES OF ORGANIZATION

<u>OF</u>

CARAVAN HOLDINGS LLC.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I NAME

The name of this Limited Liability Company is: CARAVAN HOLDINGS LLC.

ARTICLE II GENERAL NATURE OF BUSINESS

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

ARTICLE III TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 8970 WENDY LANE WEST, WEST PALM BEACH, FL 33411. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE V REGISTERED OFFICE, REGISTERED AGENT

That CARAVAN HOLDINGS LLC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Palm Beach, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA, P.A., as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

ARTICLE VI MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The initial Manager shall be ANTONIO ABRAIRA of 8970 WENDY LANE WEST, WEST PALM BEACH, FL 33411.

WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this 13th day of June, 2003.

The Manager and Sole Member,

WITNESS my hand and seal at Miami-Dade County Florida this 13th day of June, 2003.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My commission expires:



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

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That CARAVAN HOLDINGS LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Palm Beach, State of Florida, has named ARAZOZA & FERNANDEZ-FRAGA, P.A, as its Agent, of 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134, to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT

Carlos F. Arazoza

Managing Director

Arazoza & Fernandez-Fraga, P.A.

Date: June 13, 2003.