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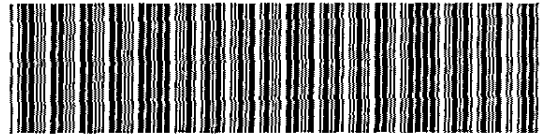
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2004 JUN 25 PM 12:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN 28 2004

Balwant Cheema, P.A.
Certified Public Accountants
4160 West 16th Avenue
Suite 309
Hialeah, Florida 33012

Phone: 305-698-1321

Fax: 305-698-1329

E-mail: Taxsave4u@aol.com

Web Site: www.balcpa.com



June 22nd, 2004

REGISTRATION SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

SUBJECT: TOURISM DEVELOPMENT SERVICE, LLC

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter along with a copy of the filed Articles to the following address:

Balwant Cheema
Balwant Cheema, P.A.
4160 West 16th Avenue
Suite 309
Hialeah, FL 33012

For further information concerning this matter, please call:

Manuel D. Perez at 305-698-1321

ARTICLES OF ORGANIZATION

OF

TOURISM DEVELOPMENT SERVICE, LLC (A FLORIDA LIMITED LIABILITY COMPANY)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be **TOURISM DEVELOPMENT SERVICE, LLC**, (“Company”).

ARTICLE 2 – ADDRESS

The principle place of business of the Company in Florida shall be 4160 West 16th Avenue, Suite 309, Hialeah, Florida 33012 and the mailing address shall be the same.

ARTICLE 3 – EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

Subject to the provisions of Article 9, the Company’s existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 – PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of tourism service and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Balwant Cheema, P.A., at 4160 West 16th Avenue, Suite 309, Hialeah, Florida 33012. The name and address of the registered agent of this Company is Balwant Cheema, P.A., 4160 West 16th Avenue, Suite 309, Hialeah, Florida 33012.

ARTICLE 7 – MANAGEMENT

The Managers of the Company shall be:

Operating Manager:	Oscar M. Zepeda
Vice Operating Manager:	Carlos Zepeda
Secretary:	Oscar M. Zepeda
Treasurer:	Oscar M. Zepeda

Whose addresses shall be the same as the mailing address of the Company.

ARTICLE 8 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

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ARTICLE 10 – MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

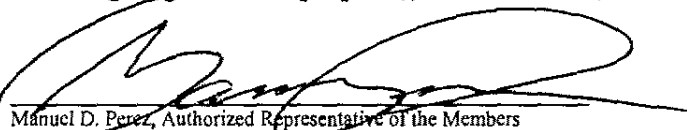
Two

Oscar M. Zepeda
190 N.E. 199th Street
Suite 206
North Miami Beach, Florida 33179

Carlos Zepeda
190 N.E. 199th Street
Suite 206
North Miami Beach, Florida 33179

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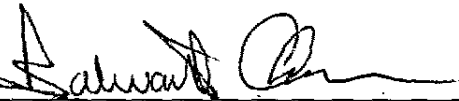
IN WITNESS WHEREOF, The undersigned, an authorized member, has made and subscribed this **ARTICLES OF ORGANIZATION** at Hialeah, Florida, for the foregoing uses and purposes, this June 22nd, 2004.


Manuel D. Perez, Authorized Representative of the Members

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Balwant Cheema, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and Foregoing Articles of Organization, is familiar with and accepts the obligation of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Balwant Cheema, P.A.

By: 
Balwant Cheema, President

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