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LIMITED LIABILITY COMPANY

INTERNATIONAL DREAM HOLIDAYS, L.C.

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TALLAHASSEE, FLORIDA

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Certified Copy	1
Page Count	05
Estimated Charge	\$337.50

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**ARTICLES OF ORGANIZATION
FOR THE FLORIDA LIMITED LIABILITY COMPANY
INTERNATIONAL DREAM HOLIDAYS, L.C.**

The undersigned natural person and member, acting to form a Limited Liability Company under the laws of the State of Florida that provide for the formation of a Limited Liability Company for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Organization; and to that end set forth:

ARTICLE I

The name of the Limited Liability Company is:

INTERNATIONAL DREAM HOLIDAYS, L.C.

ARTICLE II

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The mailing and street address of the principal office of the Limited Liability Company is:

2550 NW 72 Avenue, Suite 309
MIAMI, FLORIDA 33122

Prepared by
JESUS CRUZ
2550 NW 72 Avenue, Suite 309
Miami, FL 33122
(305) 556-8883

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ARTICLE IV

The name and address of the registered agent office of the Limited Liability Company shall be:

JESUS CRUZ
2550 NW 72 Avenue, Suite 309
Miami, FL 33122

ARTICLE V

The remaining members shall have the right to admit additional members under the terms and conditions of the admission to be specified in the Limited Liability Company's regulations.

ARTICLE VI

The remaining members shall have the right to continue the business of the Limited Liability Company on and after 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 VII

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers until their successors are chosen are:

ANGEL DIAZ BONNET
2550 NW 72 Avenue, Suite 309
Miami, FL 33122

BRUNO CRUZ
2550 NW 72 Avenue, Suite 309
Miami, FL 33122

JESUS CRUZ
2550 NW 72 Avenue, Suite 309
Miami, FL 33122

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ARTICLE VIII

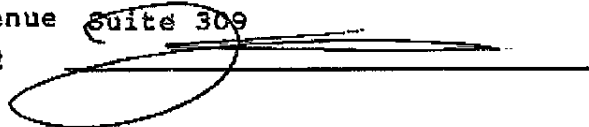
This Limited Liability Company will engage and is empowered to engage in any business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IX

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the Managers, proposed by it to the members, and approved at a members meeting by a majority of the membership interest entitled to vote thereon, unless all of the managers and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

IN WITNESS WHEREOF, the undersigned, being the member of the Limited Liability Company on identified above, declare that I have examined the foregoing this 4th. day of September of 1998, and do declare it to be true and correct.

JESUS CRUZ
2550 NW 72 Avenue Suite 300
Miami, FL 33122



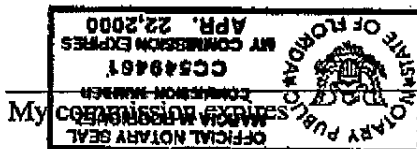
COUNTY OF DADE)
) SS:
STATE OF FLORIDA)

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THIS IS TO CERTIFY that on this 4th. day of September of 1998 before me, a notary public, personally appeared Jesus Cruz who is personally known to me and who produced a Florida Drivers License and who I am satisfied is the organizing member and executor of the foregoing Articles of Organization, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on this 4th. day of September of 1998.

Mario M. Rodriguez
Notary Public



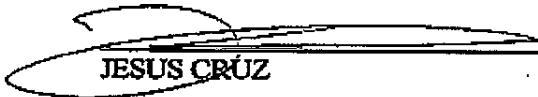
**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company has included the following information in its Articles of Organization designating its registered agent and registered office in and for the State of Florida.

1. The name of the limited liability company is INTERNATIONAL DREAM HOLIDAYS, L.C.
2. The name and address of the registered agent and office is:

JESUS CRUZ
2550 NW 72 Avenue, Suite 309
Miami, FL 33122

Being the above the case, I, JESUS CRUZ, having been named as registered agent and to accept service of process for the Limited Liability Company, INTERNATIONAL DREAM HOLIDAYS, L.C., at the place designated in Articles of Organization and this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JESUS CRUZ

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SEP - 4 - 1998
Date

COUNTY OF DADE)
) SS:
STATE OF FLORIDA)

THIS IS TO CERTIFY that on this 4th. day of September of 1998 before me, a notary public, personally appeared Jesus Cruz., who is personally known to me and who produced a Florida Drivers License and who I am satisfied is the person named as the Registered Agent and executor of the foregoing Acceptance of Registered Agent Appointment, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on this 4th. day of September of 1998.


Notary Public

OFFICIAL NOTARY SEAL
MARCIA M RODRIGUEZ
COMMISSION NUMBER
CC648461
My commission expires
APR. 22, 2000
NOTARY PUBLIC
OF FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of INTERNATIONAL DREAM HOLIDAYS, L.C. deposes and says:

1. the above named limited liability company has at least two members;
2. the total amount of cash contributed by the members is \$1,000.00;
3. if any, the agreed value of property other than cash contributed by members is \$ NONE.; and
4. the total amount of cash or property anticipated to be contributed by members is \$ 1,000. The total includes amounts from 2 and 3 above.

JESUS CRUZ

2550 NW 72 Avenue, Suite 309
Miami, FL 33122

COUNTY OF DADE)
) SS:
STATE OF FLORIDA)

THIS IS TO CERTIFY that on this 4th. day of September of 1998 before me, a notary public, personally appeared Jesus Cruz., who is personally known to me and who produced a Florida Drivers License and who executed the foregoing **AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on this 4th. day of September of 1998.

Marcia M. Rodriguez
Notary Public



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