CHAR A LON 18/ SE BYSTEM ECECTRONIC FILING COVER SHEET FROM: FAS-T CORP. AGENTS, INC. DIVISION OF CORPORATIONS DEPARTMENT OF STATE 8405 NW 53RD BT STATE OF FLORIDA SUITE C-100 409 EAST GAINES STREET MIAMI FL 33166-311-CONTACT: LIDIA FERNANDEZ TALLAHABBEE, FL 32399 PHONE: (305) 599-0839 FAX: (904) 922-4000 FAX: (305) 592-9591 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. (((H96000011599))) NAME: CARAVEL CRUISES, INC. CURRENT STATUS: REQUESTED FAX AUDIT NUMBER: H96000011599 TIME REQUESTED: 13:13:32 DATE REQUESTED: 08/20/1996 CERTIFICATE OF STATUS: 1 CERTIFIED COPIES: Ø NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX ACCOUNT NUMBER: 071001002335 ESTIMATED CHARGE: \$78.75 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000011599))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR):

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ARTICLES OF INCORPORATION

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CARAVEL CRUISES, INC.



The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: CARAVEL CRUISES, INC.

The principal place of business of this corporation shall be: 6085 Bird Road Miami, F1 33155

ARTICLE IL NATURE OF BURINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its per value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Jesus Ayo

6085 Bird Road Miami, Fl 33155

Prepared by: Jesus Ayo

6085 Bird Road Miami, Fl 33155 (305) 446-8927

ARTICLE VI INCORPORATOR(S)

The name(s)	and street address(es) of the incorporator(s) to this articles of incorpora-
tion is (ere):	

Josus Ayo 6085 Bird Road Miami, Fl 33155

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this ______19th _____ day of __August _____, 19_96

Signature(e) of incorporator(a)

H96000011599

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.	The name of the corporation is: CARAVEL CRUISES, INC.
2.	The name and address of the registered agent and office is:
	Jesus Avo 6085 Bird Road (P.O. BOX NOT ACCEPTABLE)
	Miami, Fl 33155
	(CITY/STATE/ZIP)
	SIGNATURE
	TITLE DIRECTOR
	DATE 08/19/96
HA	IVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
TC	PROPATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE OF ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE IOVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PER-
FQ	RMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SEC- ON 607.325, FLORIDA STATUTES.
	SIGNATURE
	DATE 08/19/96
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	REGISTERED AGENT FILING FEE:
	HEGISTERED ACENT FIGHTS TEE: