

Orlando Piferrer

B.B.A. Accountant

1070 W. 48 Street
Hialeah, FL 33012

Phone (305) 362-0031
Fax (305) 558-0318

P99000046964

May 10, 1999

100002873901--8

-05/13/99-01068-005

*****78.75 *****78.75

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Sirs:

Enclosed find the Articles of Incorporation of
La Caravana Corp. and check for \$ 78.75 covering
the various fees

Sincerely,

Orlando Piferrer
Orlando Piferrer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 AM 7:22

W99-11534



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 1999

ORLANDO PIFERRER
1070 W. 48 STREET
HIALEAH, FL 33012

SUBJECT: LA CARAVANA CORP.
Ref. Number: W99000011534

We have received your document for LA CARAVANA CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please provide an English translation for the entity's name in your cover letter.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon L Philman
Document Specialist Supervisor

Letter Number: 599A00027249

Orlando Piferrer

B.B.A. Accountant

1070 W. 48 Street
Hialeah, FL 33012

Phone (305) 362-0031
Fax (305) 558-0318

May 19, 1999

REF: W99000011534

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed find Articles of Incorporation of LA CARAVANA
~~INTERNATIONAL, CORP.~~ and copy of your Document Ref:
W99000011534.

Restaurant,
Inc.

The English translation from Spanish for this entity's
name is as follow: "THE CARAVAN INTERNATIONAL CORP."

Sincerely,


Orlando Piferrer

GAVE
AUTHORIZATION BY PHONE TO
CORRECT corp name
DATE 5/24
DOC. EXAM SP

ARTICLES OF INCORPORATION

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of this Corporation shall be LA CARAVANA RESTAURANT, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is:

Transact any and all lawful business

ARTICLE III

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 10 shares shares, each having a par value of \$ 50.00 (Par value) of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE IV

Initial Capital

The amount of capital with which this Corporation shall begin business shall be Five Hundred Dollars (\$500.00).

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ARTICLE V
Term of Existence

Page 2

This Corporation shall be perpetual existence.

ARTICLE VI
Principal Office

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 8035 S.W. 107th Ave # 106

miami, Fl 33173

ARTICLE VII
Directors

There shall be a Board of Directors for this Corporation which shall consist of two persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

ARTICLE VIII
Initial Board of Directors

The names and addresses of the first Board of Directors is as follows:

<u>Names</u>	<u>Addresses</u>	<u>Office</u>
Alfredo D. Verastegui	8035 S.W. 107th Ave #106 Miami, Fl 33173	President
Maria S. Verastegui	8035 S.W. 107th Ave # 106 Miami, Fl 33173	Secretary

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX
Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

<u>Names</u>	<u>Addresses</u>	<u>No. of Shares</u>
Alfredo D. Verastegui	8035 S.W. 107th Ave# 106 5 Miami, Fl 33173	(50%)
Maria S. Verastegui	8035 S.W. 107th Ave# 106 5 Miami, Fl 33173	(50%)

ARTICLE X

Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

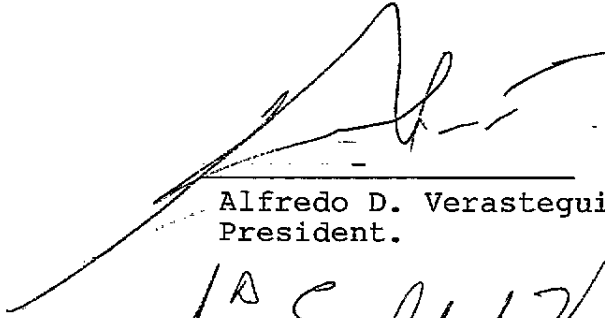
ARTICLE XI


Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have

and purposes stated therein this 19th day of
May, 1999.

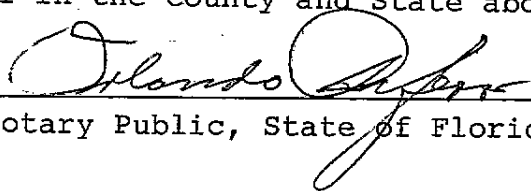

Alfredo D. Verastegui
President.


Maria S. Verastegui
Secretary

State of Florida- Miami Dade County. I hereby certify that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Alfredo D. Verastegui and Maria S. Verastegui to me known to be the persons described as the subscribers, in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to said Articles of Incorporation.

Witness my hand and official seal in the County and State above named this 19th day of May, 1999.




Notary Public, State of Florida

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

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said act:

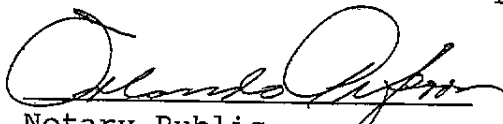
First that La Caravana RESTAURANT, INC. qualified to do
business under the laws of the State of Florida with its principal
office at 8035 S.W. 107th Ave, Miami, Florida, 33173 County of Miami
Dade, has appointed Alfredo D. Verastegui, 8035 S.W. 107th Ave, Miami,
Florida, 33173 County of Miami Dade, as its agent to accept service of
process within this state.

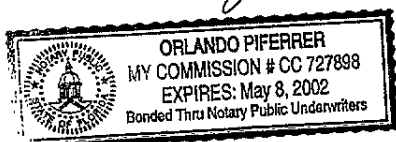
ACKNOWLEDGEMENT:


Having been named to accept service of process for the aboved stated
corporation, at place designated in this certificate, I hereby accept
to act in this capacity, and agree to comply with the provision of said
Act relative to keeping open said office

Dated: May 19, 1999

Before me this 19th of May, 1999


Notary Public.




Alfredo D. Verastegui
Registered Agent.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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