

70600007369

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800081874398

11/27/06--01049--024 *#87.50

FILED
2006 NOV 27 P 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

FILED

2006 NOV 27 P 3: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: PANACOA CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MARK S. Weinberg, Esq
(Name of Person)
MARK S. Weinberg, PA
(Firm/Company)
540 Brickell Key DR., Suite C-2
(Address)
MIAMI FL 33131
(City/State and Zip code)

For further information concerning this matter, please call:

M. Weinberg at (305) 579-0262
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. PANALOA CORPORATION
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. PANAMA 3. NA
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 21, 2006 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 Lincoln Rd. No. 1131, Miami Beach, Fl. 33139
(Principal office address)

(Current mailing address)

8. Real Estate Holding Company
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

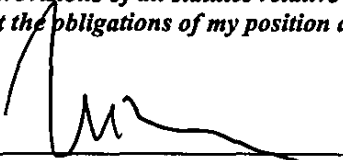
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Mark S. Weinberg, P.A.

Office Address: 540 Brickell Key Dr., Suite C-2
Miami, Fl. 33131, Florida 33131
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
2006 NOV 27 P 3:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

2006 NOV 27 P 3: 26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jaime Albo

* Address: El Istmo Bldg, Apt. 14, Carrasquilla, Panama City,
Panamá

Vice Chairman: _____

Address: _____

Director: Josue Albo

* Address: El Istmo Bldg, Apt. 14, Carrasquilla, Panama City,
Panama

Director: _____

Address: _____

B. OFFICERS

President: Jaime Albo

* Address: El Istmo Bldg. Apt. 14, Carrasquilla, Panama City, Panama

Vice President: Josue Albo

* Address: El Istmo Bldg Apt. 14, Carrasquilla, Panama City, Panama

Secretary: _____

Address: _____

Treasurer: Josue Albo

* Address: El Istmo Bldg, Apt 14, Carrasquilla, Panama City, Panama

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Jaime Albo
(Signature of Director or Officer listed in number 12 of the application)

14. Jaime Albo, President

(Typed or printed name and capacity of person signing application)

REPUBLICA DE PANAMA

REGISTRO PUBLICO DE PANAMA No. 443575

PAGUETIQUETU
CONVISTIA LA SOLICITUD 06177

LA SOCIEDAD
523426 DOC 939625 DESDE

SE ENCUENTRA REGISTRADA LA FICHA
VEINTIUNO DE ABRIL DEL AÑO
QUE LA SOCIEDAD SE ENCUENTRA VIGENTE
QUE SUS SUSCRIPTORES SON
VIRGILIO JAIME ALBORIVERA
ERNESTO GOTTI
QUE SUS SIGNATARIOS SON
PEPE ALBERTO ALBORIVERA
TESORERO ERNESTO GOTTI
SECRETARIO JOSE ALBO

LA REPRESENTACION LEGAL LA EJERCERA
EL PRESIDENTE SERA EL REPRESENTANTE LEGAL DE LA SOCIEDAD EN SU AUSENCIA
TEMPORAL EJERCERA LA REPRESENTACION LEGAL EL SECRETARIO
QUE SU AGENTE RESIDENTE ES ERNESTO GOTTI CASTILLO
QUE SU DURACION ES PERPETUA
QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA
EL DIA DOCE DE NOVIEMBRE DEL AÑO

NOTA: ESTA CERTIFICACION RAGA DERECHOS
POR UN VALOR DE B30.00
COMPROBANTE NO. 018717
NO CERTIFICADO S ANONIMO 835110

FECHA: Martes 24 de Noviembre de 2005
EL QUJURADO



[COAT OF ARMS]
REPUBLIC OF PANAMA
PUBLIC RECORDS OFFICE OF PANAMA
No. 4437575

PAGE 1.
// ELQUI //

CERTIFIES

IN LIGHT OF REQUEST 06 - 187171

----- THAT THE CORPORATION : -----

PANACOA, S.A.
HAS BEEN REGISTERED ON FICHE No. 523426 DOC. S89625 SINCE
APRIL TWENTY-ONE, TWO THOUSAND SIX,
- THAT THE CORPORATION IS CURRENTLY IN GOOD STANDING.

- THAT ITS SUBSCRIBERS ARE:

- 1) VIRGILIO JAIME ALBO RIVERA
- 2) ERNESTO GOTTI

THAT ITS OFFICERS ARE:

PRESIDENT	:	VIRGILIO JAIME ALBO
TREASURER	:	ERNESTO GOTTI
SECRETARY	:	JOSUE ALBO

- THAT THE LEGAL REPRESENTATIVE WILL BE:

THE PRESIDENT SHALL BE THE LEGAL REPRESENTATIVE OF THE
CORPORATION; IN HIS TEMPORARY ABSENCE, THE LEGAL
REPRESENTATIVE SHALL BE THE SECRETARY.

- THAT ITS RESIDENT AGENT IS: ERNESTO GOTTI CASTILLO

- THAT IT SHALL EXIST IN PERPETUITY.

- THAT IT IS DOMICILED IN PANAMA.

- THAT NO POWER OF ATTORNEY HAS BEEN REGISTERED.

ISSUED AND SIGNED IN THE PROVINCE OF PANAMA, ON NOVEMBER FOURTEEN,
TWO THOUSAND SIX, AT 01:37:23, P.M.

NOTE: THIS CERTIFICATION PAID FEES

IN THE AMOUNT OF B/. 30.00

RECEIPT NO. 06 - 187171

CERTIFICATE NO.: ANONYMOUS S. - 835110

DATE: TUESDAY, NOVEMBER 14, 2006

/s/ [Illegible]
LUIS CHEN
CERTIFIER

[THERE IS ONE RUBBER SEAL FROM THE CERTIFICATES DEPT. OF THE PUBLIC
RECORDS OFFICE OF PANAMA.]

2006 NOV 27 P 3:27
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA


LOPEZ AND DURAN
INTERPRETING AND TRANSLATING
420 South Dixie Highway, Suite 301
Coral Gables, Florida 33146
Tel. (305)461-4699 * Fax(305)461-4799

FILED
2006 NOV 27 P 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CERTIFICATE OF ACCURACY

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

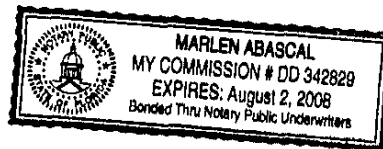
Before me, a notary public in and for the State of Florida at large, appears Nelson Duran, Ph.D., who is personally known to me, a certified court interpreter, qualified by the Administrative Office of the United States Courts, for and on behalf of Lopez and Duran Interpreting and Translating, who, after being duly sworn, deposes and says that he is fully versed in the Spanish and the English languages, and that the foregoing is a true and correct translation of the attached document consisting of 1 pages, and that this is the last of the attached.


Nelson Duran, Ph.D.

Sworn to and subscribed this 21st day of November , 2006.


Marlen Abascal
Notary Public,
State of Florida at Large

My commission expires:



The utmost care has been taken to ensure the accuracy of all translations. Lopez and Duran Interpreting and Translating and its employees shall not be liable for any damages due to negligence or error in typing or translation.