

P97000065016

TRANSMITTAL LETTER

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

50002247815--5  
-07/25/97--01063--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Pana-Ohio Corp.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Myriam S. Rios  
Name (Printed or typed)

18710 S.W. 122 Ave  
Address

Miami FL 33177  
City, State & Zip

(305) 348-2272  
Daytime Telephone number

97 JUL 25 PM 2:11  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

FILED  
SECRETARY OF CORPORATIONS  
97 JUL 25 PM 2:11  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
of  
PANA-OHIO CORP.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

**Article 1.** The name of the Corporation is:  
PANA-OHIO CORP.

**Article 2.** The principal place of business and mailing address of this corporation is:  
18710 SW 122 AVE, MIAMI, FL 33177 (Principal Place of Business)

**Article 3.** The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

**Article 4.** The name and address of the corporation's initial registered agent is:  
MYRIAM S. RIOS 18710 SW 122 AVE, MIAMI, FL 33177

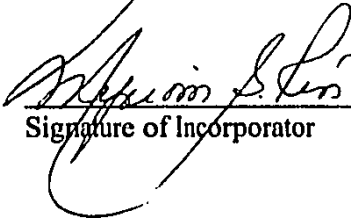
**Article 5.** The name and street addresses of the incorporators of this corporation are:  
MYRIAM S. RIOS 18710 SW 122 AVE, MIAMI, FL 33177  
VELIA BRADY 14740 SW 158 ST, MIAMI, FL 33187

**Article 6.** No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

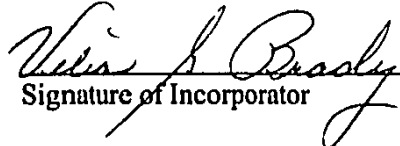
In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: March 21, 1997

Name of Incorporators:  
MYRIAM S. RIOS

  
\_\_\_\_\_  
Signature of Incorporator

VELIA BRADY

  
\_\_\_\_\_  
Signature of Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 Pana-Ohio Corp.

2. The name and address of the registered agent and office is:

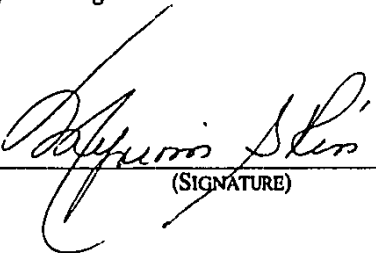
Myriam S. Ríos  
(NAME)

18710 S.W. 122 Ave  
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI, FL 33177  
(CITY/STATE/ZIP)

97 JUL 25 PM 2:11  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in 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.*

  
(SIGNATURE)

7/21/97  
(DATE)