

P98000018437  
TRANSMITTAL LETTER

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

SUBJECT: PANDA AVIATION OVERSEAS CORP.  
(Proposed corporate name - must include suffix)

400002440624--7  
-02/25/98--01071--002  
\*\*\*131.25 \*\*\*131.25

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: Everette C. Mash III  
Name (Printed or typed)

1308 Mango Isle  
Address

Fort Lauderdale, FL 33315  
City, State & Zip

954.328.2034  
Daytime Telephone number

FILED  
98 FEB 25 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

IN 2-25-98

FILED  
98 FEB 25 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

PANDA AVIATION OVERSEAS CORP.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1308 Mango ISLE, Ft. Lauderdale, Florida 33315

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Everette C. Mash III  
1308 Mango Isle, Ft. Lauderdale, FL 33315

### ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

AI Chong Wang  
1308 Mango Isle  
Ft. Lauderdale, FL 33315

AI Chong Wang  
Signature/Incorporator

21-Feb-98

Date

(An additional article must be added if an effective date is requested.)

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.

Everette C. Mash III  
Signature/Registered Agent

21-Feb-98

Date