

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.
 AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
 Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 OCT 26 PM 12:02

DOCUMENT # M97226

1. Corporation Name
 PAN AMERICAN AIRWAYS CORP.



Principal Place of Business

Mailing Address

9306 NW 30 ST
 MIAMI FL 33178
 US

9306 NW 30 ST
 ATTN: TAX DEPARTMENT
 MIAMI FL 33178
 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

21 14 AVIATION AVENUE
 Suite, Apt. #, etc.

26 14 AVIATION AVENUE
 Suite, Apt. #, etc.

City & State

City & State

23 PORTSMOUTH NH

28 PORTSMOUTH NH

Zip Country

Zip Country

24 03801 25 USA

29 03801 30 USA

3. Date Incorporated or Qualified

09/15/1968

4. FEI Number

65-0077974

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property.

Yes

No

9. Name and Address of Current Registered Agent

G-T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name JOHN R. NADOLNY, Esq.
 82 Street Address (P.O. Box Number is Not Acceptable) 3015 CARRIER AVE.

83 800003035828--9
 84 City SANFORD -11/05/98-01013-805
 ***150100 ***7150200

11. Pursuant to the provisions of sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of section 607.0505, Florida Statutes.

SIGNATURE

John R. Nadolny JOHN R. NADOLNY

10/23/99

Signature by typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP	DELETE
GEOP	BANMILLER, DAVID	0300 N.W. 88TH STREET	MIAMI FL 33178	<input type="checkbox"/>
GC	Ogilby, JOHN J JR.	0300 N.W. 36TH STREET	MIAMI FL 33178	<input checked="" type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP	TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP	CHANGE	ADDITION
1.1	DIRECTOR	DAVID A. FINK	14 AVIATION AVENUE	1.1	PRESIDENT/DIRECTOR	DAVID A. FINK	14 AVIATION AVENUE	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2.1	SECRETARY	JOHN R. NADOLNY	14 AVIATION AVENUE	2.1	SECRETARY	JOHN R. NADOLNY	14 AVIATION AVENUE	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3.1	DIRECTOR	TIMOTHY MELLON	14 AVIATION AVENUE	3.1	DIRECTOR	TIMOTHY MELLON	14 AVIATION AVENUE	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4.1	DIRECTOR	RICHARD S. KELSO	14 AVIATION AVENUE	4.1	DIRECTOR	RICHARD S. KELSO	14 AVIATION AVENUE	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5.1	DIRECTOR	D. ARMSTRONG FINK	14 AVIATION AVENUE	5.1	DIRECTOR	D. ARMSTRONG FINK	14 AVIATION AVENUE	<input type="checkbox"/>	<input checked="" type="checkbox"/>

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

John R. Nadolny JOHN R. NADOLNY

9/23/99

(607) 766-2002

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date Daytime Phone #

0051261

CR2E034 (5/99)