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Florida Department of State

Division of Corporations

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     Account Number  : 072450003255
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2000 MAY 10 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

panamerican realty and investment, inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 9, 2000

EMPIRE

SUBJECT: PANAMERICAN REALTY AND INVESTMENT, INC.
REF: W00000012112

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ARTICLES OF INCORPORATION

OF

PANAMERICAN REALTY AND INVESTMENT, INC.

FILED
2000 MAY 10 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned incorporate for the purpose of becoming a Corporation under the laws of the State of Florida, providing for the formation, rights,--- privileges, immunities and liabilities of incorporation for profit and subject to the following provisions.

ARTICLE I

The name of the Corporation shall be: PANAMERICAN REALTY AND INVESTMENT, INC.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized with the purpose to engage in the transaction of all kind of investment, at all levels, in the Market, and all other lawfull activities of business permitted under the laws of the --- State of Florida and of the United States of America.

ARTICLE IV

The aggregate maximum number of shares which this Corporation shall have authority to issue and have outstanding at anyone time is: 7,500- $20.00 each.

ARTICLE V

This Corporation shall begin business with no less than Five Hundred dollars ($500.00).

ARTICLE VI

The post office address of the principal office of this Corporation shall be: 521 N.W. 18 Avenue, Miami, Florida 33125.

ARTICLE VII

The name and address of the initial Registered Office of this Corporation in the State of Florida is: Marta Verbel, 9301 S.W. 4th Street, No. 203 Miami, FL 33174

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ARTICLE VIII

The business of the Corporation shall be managed by a Board of Directors and the number of Directors, no less than one, no more than five and shall be fixed by ressolution of the stockholders at regular or special meetings, - subject to the manner of holding such meetings prescribed by the By-Laws.

ARTICLE IX

The name and post office address of the members of the Board of Directors who shall serve as members thereof, are as follows:

NAME	OFFICE	ADDRESS
Marta Verbel	President and Secretary	9301 S.W. 4th Street No. 203 Miami, Florida 33174.
Carlos Rodriguez	Director	521 N.W. 18 Avenue, Miami Florida 33125.

ARTICLE X

Distribution to incorporators is as follows:

Marta Verbel	No Shares have been issued, all of them remain in the Treasury.

ARTICLE XI

Each stockholder before offering to sell or otherwise dispose of the stock of this Corporation, owned by him, first offer such stock to the remaining stockholders of this Corporation and obtaining their refusal to purchase -- same, proceed to sell at the Fair Market Value thereof.

ARTICLE XII

Amendments to the Articles of Incorporation, Merger, Consolidations or Dissolution, shall be approved and submitted to the Stockholders for --- Approval 51% of all votes will be necessary and thirty days notice, shall be provided.

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ARTICLE XIII

This Corporation shall have full power to carry on and transact each or all business enumerated in Article III of this Articles of Incorporation. Shall have all the general and additional powers now conferred upon it by the laws and the By-Laws.

In Witness thereof, we the undersigned, have made subscribed and acknowledged these Articles of Incorporation, on this 6th Day of May 2000.

Marta Verbel
9301 SW 4 St. #203
Miami FL 33174

Marta Verbel- Incorporator

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me, the undersigned authority duly authorized to administer oath and take acknowledgment, personally appeared MARTA VERBEL ---

who after first being duly sworn, executed the foregoing ARTICLES OF INCORPORATION, freely and voluntarily for the purpose therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, at Miami, said County and State, this 6th Day of May 2000.

Prepared By: Jose C. Jimenez, B.B.A. (Accountant & Notary Public)
454 N.W. 22nd Avenue, Suite 209, Miami, Florida 33125, Tel. 541-4714

Jose C Jimenez

OFFICIAL NOTARY SEAL
JOSE C JIMENEZ
COMMISSION NUMBER
CC762905
MY COMMISSION EXPIRES
OCT. 30,2002

CERTIFICATE OF DESIGNATION
REGISTERED AGENT - REGISTERED OFFICE

Pursuant to the provisions od Section 607.325, Florida Statues, 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.

H0000025574

The name of the Corporation is PANAMERICAN REALTY AND INVESTMENT, INC.

The name and address of the Registered Agent and office is MARTA VERBEL 9301 S.W. 4th Street No. 203, Miami, Florida 33174..

Marta Verbel
Corporate Officer

FILED
2000 MAY 10 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title: President

Date: May 6, 2000.

Having been named to accept service of process for the above stated -- Corporation, at the place designated in this certificate, I hereby agree to act in this capacity , and further agree, to comply with the provisions of all statues relative to the proper and complete performance of my duties and accept the duties and obligations of Section 607.325, Florida Statues.

Marta Verbel
MARTA VERBEL REGISTERED AGENT
ACCEPTING OFFICE.

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