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PANZA, MAURER, MAYNARD & NEEL, P.A.

ATTORNEYS AND COUNSELORS AT LAW

BANK OF AMERICA BUILDING

THIRD FLOOR

3600 NORTH FEDERAL HIGHWAY

FORT LAUDERDALE, FLORIDA 33308-6225

TELEPHONE (954) 390-0100

FAX (954) 390-7991

mail@PanzaMaurer.com

PLEASE REPLY TO
FORT LAUDERDALE OFFICE

TALLAHASSEE OFFICE
215 SOUTH MONROE STREET
SUITE 320
TALLAHASSEE, FLORIDA 32301
(850) 681-0980
FAX (850) 681-2499

OF COUNSEL
WILLIAM C. OWEN
LAURENCE MAURER

GOVERNMENTAL RELATIONS
KIMBERLY GUENTHER
SANDRA S. HARRIS
NOT MEMBERS OF FLA BAR

THOMAS F. PANZA
SUSAN HOROVITZ MAURER
ZOLLIE M. MAYNARD, JR.
SAMUEL R. NEEL, III
MARK ANTHONY EMANUELE
JULIEANN ALLISON
MARK A. HENDRICKS

LYDIA B. CHAMBERLIN
DANIEL J. FOX
DOMENICA L. FRASCA
HEIDI F. FRIEDMAN
JENNIFER KUJAWA GRANER
MICHAEL H. JOHNSON
DEBORAH F. MORAITIS
MELISSA NEGRON
DEBORAH SUSAN PLATZ
JONATHAN A. YELLIN

August 21, 2000

Via Fedex

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

RE: PANATLANTIC INTERNATIONAL, INC.


Dear Sir/Madam:

Enclosed is the original Articles of Incorporation for filing the above referenced corporation. I have also included my check number 6016 in the sum of \$70.00 to cover the filing fee cost.

A self addressed stamped envelope is provided for the return of the incorporation receipt and stamped copy of the Articles.

Should you need any other information, please do not hesitate to contact me.

Very truly yours,


Deborah Fischer Moraitis

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FILED
00 AUG 22 AM 9:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DFM/sp

Enclosures

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T BROWN AUG 28 2000

ARTICLES OF INCORPORATION
OF
PANATLANTIC INTERNATIONAL, INC.

FILED
00 AUG 22 AM 9:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I
NAME

The name of the corporation shall be: PANATLANTIC INTERNATIONAL, INC.

The principal address is: RAUL JACOME, 700 E. Atlantic Blvd., Suite 205, Pompano Beach, FL 33060.

ARTICLE II
PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue 100,000 shares of common stock, at \$.01 par value. The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

ARTICLE IV
TERMINATION OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Secretary of the State of the State of Florida.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of this corporation is RAUL JACOME, 700 E. Atlantic Blvd., Suite 205, Pompano Beach, FL 33060. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws but shall never be less than one (1).

The name and address of the initial director of this corporation is:

RAUL JACOME

700 E. Atlantic Blvd., Suite 205
Pompano Beach, FL 33060

**ARTICLE VII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

**ARTICLE VIII
CLASS VOTE**

Any merger, reorganization, consolidation, recapitalization, or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

**ARTICLE IX
INCORPORATOR**

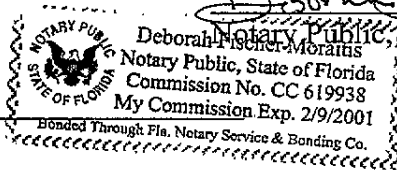
The name and street address of the person signing these Articles is: RAUL JACOME, 700 E. Atlantic Blvd., Suite 205, Pompano Beach, FL 33060.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation this 26 day of July, 2000.

[Signature]
Initial Subscriber and Incorporator
RAUL JACOME

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of July, 2000, by RAUL JACOME, who is personally known to me.



My Commission Expires: _____

[Signature]
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process of the above-stated corporation, at the place set forth hereinabove. I hereby accept such designation and agree to act in such capacity and to comply with all provision of Section 607.0501. of the Florida Statutes.

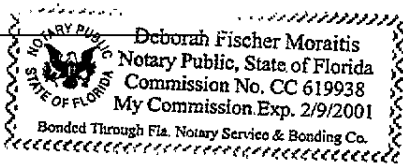
[Signature]
Registered Agent
RAUL JACOME

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of July, 2000, by RAUL JACOME, who is personally known to me.

[Signature]
Notary Public, State of Florida

My Commission Expires: _____



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FILED
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TALLAHASSEE FLORIDA