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FLORIDA PROFIT CORPORATION OR P.A.

PAN ENTERPRISES, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
PAN ENTERPRISES, INC.**

The undersigned, acting as the incorporator, hereby sets forth the Articles of Incorporation of **PAN ENTERPRISES, INC.**, a Florida Corporation.

1. The name of this Corporation is **PAN ENTERPRISES, INC.**
2. The address of the corporation is c/o Stephen D. Jerome, Esq., 4331 North Federal Highway, Suite #403, Ft. Lauderdale, FL 33308 and the mailing address of the corporation is the same.
3. This corporation is authorized to issue 1000 shares of stock at \$1.00 par value.
4. 300 shares of stock at \$1.00 par value shall be initially issued.
5. The shares of this corporation shall not be divided into classes, nor shall there be any preferred stock or preferred classes of stock or series of stock.
6. The initial street address of the initial registered office is 4331 North Federal Highway, #403, Ft. Lauderdale, FL 33308. The initial registered agent at that address is Stephen D. Jerome.
7. The initial incorporator of this corporation and his respective address is Peter Nechay, 541 South 12th Street, New Castle, Indiana, 47362.
8. This corporation is authorized to engage in any business which is legal and permitted under the laws of whatever state it operates in and the United States of America.
9. This corporation shall have perpetual existence.

This Instrument Was Prepared by:
Stephen D. Jerome, Esq.
4331 North Federal Highway, #403
Ft. Lauderdale, FL 33308
(954) 489-1011
Fla. Bar No. 226300

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10. The initial director of this corporation is Peter Nechay and his address is 541 South 12th Street, New Castle, Indiana, 47362.

11. This Corporation is authorized to have meetings of the board of directors by conference telephone calls.

12. Whenever new shares are sold after the sale of all of the initial issue, the existing shareholders shall have pre-emptive rights to purchase these new shares issued, based on the percentage of shares they had at the time of the new issue.

IN WITNESS WHEREOF, the undersigned has signed his name to these Articles of Incorporation in the County of Broward, State of Florida on this the 1st day of August, 2001.


Peter Nechay

By: STEPHEN D. JEROME, Esq.,
Attorney in Fact for Peter Nechay

ACCEPTANCE OF OFFICE OF REGISTERED AGENT

I, STEPHEN D. JEROME, am familiar with the obligations of the position as Registered Agent and I accept the position as Registered Agent of PAN ENTERPRISES, INC.


STEPHEN D. JEROME

Aug 1, 2001

This Instrument Was Prepared by:
Stephen D. Jerome, Esq.
4331 North Federal Highway, #403
Ft. Lauderdale, FL 33308
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