

MAR-15-2002 FRI 12:19 PM FROM:NATIONS BUSINESS CENTER FAX:9547537599

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : NATIONS BUSINESS CENTER, INC.
Account Number : I20000000238
Phone : (305) 591-9448
Fax Number : (305) 591-4258

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

PAN & WENDY CONSULTING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

W-2960

FAX AUDIT#:((((H02000027 4389)))

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE,
FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation
under the Florida General Corporation Act, hereby adopt(s) the following
Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

PAN & WENDY CONSULTING, INC.

The principal place of business of this corporation shall be:

4830 NW 102 AVENUE #102

MIAMI, FL 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in any business permitted under the laws of
the United States, the State of Florida, or any other State, Country,
Territory, or Nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this
corporation is authorized to have outstanding at any one time is: 1000.

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ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are): Pedro M. Frometa Jr whom resides at 4830 NW 102 AVENUE #102, MIAMI, FL 33178 and Miriam B. Frometa whom resides at 4830 NW 102 Avenue #102, Miami, FL 33178

ARTICLE VI INCORPORATOR (S)

The names(s) and street address (es) of the incorporator(s) to these articles of incorporation is (are): Pedro M. Frometa Jr. whom resides at 4830 NW 102 Avenue #102, Miami, FL 33178 and Miriam B. Frometa whom resides at 4830 NW 102 Avenue #102, Miami, FL 33178.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 15 day of MARCH, 2001.

Signature(s) of Incorporator(s)

Miriam Frometa
Miriam B. Frometa/President/Incorporator/Registered Agent

Pedro M. Frometa
Pedro M. Frometa/Incorporator/Director

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, 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.

1. The name of the corporation: PAN & WENDY CONSULTING, INC.
2. The name and address of the registered agent and office is:

MIRIAM B. FROMETA
4830 NW 102 AVENUE #102
MIAMI, FLORIDA 33178

SIGNATURE: Miriam Frometa

TITLE: Incorporator/President/Registered Agent

Date: 3/15/02

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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 I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: Miriam Frometa

Date: 3/15/02

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