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July 19, 2002

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: **PANTRA, INC.**
Our File Number : 18179-C

000006546810--0
-07/22/02--01032--012
*****78.75 *****78.75

Gentlemen:

Enclosed please find the original Articles of Incorporation and Certificate Designating Registered Agent for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Incorporation and Certificate Designating Registered Agent which we request you certify and return to our office.

Also enclosed please find our Trust Account Check Number 13467, payable to the Florida Department of State in the sum of \$78.75, to cover the following items:

Filing Fees	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	35.00
Total:	<u>\$ 78.75</u>

Thank you for your assistance in this matter.

Very truly yours,


ARCHIE J. RYAN III

AJR-III:lr
Encls.

F. GILLESPIE JUL 23

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 22 AM 9:03

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ARTICLES OF INCORPORATION

OF

PANTRA, INC.

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be: **PANTRA, INC.**

ARTICLE II

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, upon corporations for profit.

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TALLAHASSEE, FLORIDA
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ARTICLE IV

CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be ONE THOUSAND SHARES (1,000) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be at 1085 NE 203 Lane, North Miami Beach, Florida, 33179, with the privilege of having branch offices at other places within or outside the State of Florida, and within or outside the United States of America, and the name of its registered agent and initial registered office are JOHN WILLIAM BECK, 1085 NE 203 Lane, North Miami Beach, Florida, 33179.

ARTICLE VI

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than five (5).

ARTICLE VIII

DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation shall be two (2) in number, and who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

JOHN WILLIAM BECK
1085 NE 203 Lane
North Miami Beach, Florida 33179

MARIANNE BECK
1085 NE 203 Lane
North Miami Beach, Florida 33179

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to the Articles of Incorporation is:

JOHN WILLIAM BECK
1085 NE 203 Lane
North Miami Beach, Florida 33179

ARTICLE X

SPECIAL CHARTER PROVISIONS

Directors and Officers of this corporation need not be Stockholders.

ARTICLE XI

SUBCHAPTER "S" DESIGNATION

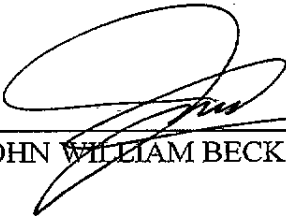
This corporation shall be designated as a Subchapter "S" corporation as such term is defined in the Internal Revenue Code.

ARTICLE XII

DATE OF COMMENCEMENT

The date of commencement of corporate existence of this corporation shall be on the date these Articles of Incorporation are filed with the Florida Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 18th day of July, 2002.

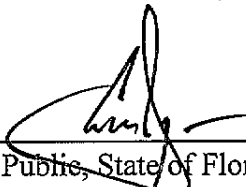


JOHN WILLIAM BECK

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

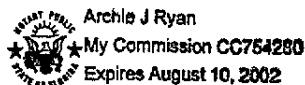
PERSONALLY APPEARED before me, the undersigned authority, JOHN WILLIAM BECK, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at City of Dania Beach, Broward County, Florida, this 18th day of July, 2002.



Notary Public, State of Florida
Printed Name: **ARCHIE J. RYAN III**

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agency Upon Whom Process May be Served and Name and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes.

PANTRA, INC.

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 1085 NE 203 Lane, in the City of North Miami Beach, County of Miami-Dade, State of Florida, has named JOHN WILLIAM BECK, located at 1085 NE 203 Lane, in the City of North Miami Beach, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
JOHN WILLIAM BECK	President Secretary/Treasurer	1085 NE 203 Lane N. Miami Beach, FL 33179
MARIANNE BECK	Vice-President	1085 NE 203 Lane N. Miami Beach, FL 33179

BOARD OF DIRECTORS:

	<u>SPECIFIC ADDRESS</u>
JOHN WILLIAM BECK	1085 NE 203 Lane N. Miami Beach, FL 33179
MARIANNE BECK	1085 NE 203 Lane N. Miami Beach, FL 33179

Dated this 18th day of July, 2002.



JOHN WILLIAM BECK, President

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



JOHN WILLIAM BECK, Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 22 AM 9:03