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FLORIDA PROFIT CORPORATION OR P.A.

pana communications corp.

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ARTICLES OF INCORPORATION OF
PANA COMMUNICATIONS CORP..

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows:

ARTICLE I
NAME

The name of this corporation is: **PANA COMMUNICATIONS CORP..**

ARTICLE II
PURPOSE

The general nature of the business to be transacted by this corporation shall be:

1. The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.
- B) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.
- C) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgment of the Board of Directors for the purpose of the Corporation, and which can lawfully be done.
- D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise encumber the lands.
- E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.
- F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things incidents to or proper in connection with the carrying on of the business of the corporation.
- G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefore its own stock, bonds, and other obligations.
- H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.
- I) To all such acts and things as are incident or conducive to the premises.
- J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other State or States or territories of the United States, or in the District of Columbia, and the dependencies of the United States or in foreign countries, and ultimately to do all acts and things

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and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects or objects for which the corporation is formed.

K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any lawful act or activity for which corporations may be organized under General Corporation Act of the State of Florida.

ARTICLE III **DURATION**

This Corporation shall have perpetual existence.

ARTICLE IV **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue at any time is 10,000 shares, \$10.00 par value. All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE V **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 800 Brickell Ave, Suite 1109, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is German Osorio.

ARTICLE VI

The following persons are elected as directors, set forth opposite his respective name below, to serve until the next annual meeting of shareholders or until their successors have been elected or qualified.

German Osorio J. - Director
Mauricio Cortes - Director
Jorge Sarria - Director
German Osorio D. - Director

ARTICLE VII **OFFICERS**

The Corporation shall have the following Officers initially:

German Osorio J. - President and
Mauricio Cortes - Vice President
Jorge Sarria - Secretary
German Osorio D. - Treasurer.

All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws. The same person may hold two or more offices.

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ARTICLE VIII
INCORPORATOR

The name and address of the person signing these articles is:
GERMAN OSORIO J.
800 Brickell Ave, Suite 1109
Miami, FL 33131

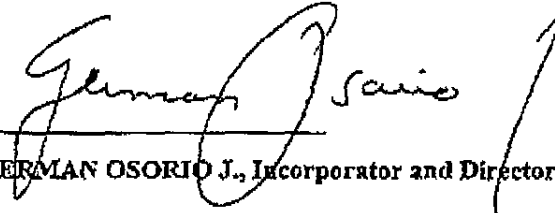
ARTICLE IX
AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X
PRINCIPAL OFFICE

At present, the principal office of the corporation is:
800 Brickell Ave Suite 1109
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 18 day of October, 2004



GERMAN OSORIO J., Incorporator and Director

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PANA COMMUNICATIONS CORP.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


REGISTERED AGENT

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