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Information
Name of Corporation:
FAX Number : (950) 284-0000 .

Information
Account Name : WORK CAPITAL CONNECTION, INC.
Account Number : 100000000297
Phone : (1500) 284-8301
Fax Number : (1500) 284-0011

INITIAL REPORT OF CORPORATION FORM 1A

PANDA SOUTH AMERICA, INC.

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CAPITAL CONTRIBUTION

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ARTICLES OF INCORPORATION

OF

PRIMUS INVESTMENT, INC.

The undersigned subscriber of this article of incorporation, herein referred to as
Contractor, hereby applies to form a corporation under the laws of the State of Florida.

NAME: The name of the corporation is PRIMUS INVESTMENT, INC.

DESCRIPTION: The corporation may engage in any variety of business, unlimited in duration;
in the United States or America and in the State of Florida.

TERM: The maximum number of shares of stock which the corporation is authorized to issue
is three thousand five hundred and 00 shares, having a par value.

Article 6. The subscriber binds himself to pay to the corporation as fully paid if it is not otherwise except by
assessment.

If the subscriber may be asked for property, labor, or services to be rendered, he shall do so
by the corporation, or by him where it is necessary to do so, provided if it is not for the purpose of the
corporation's business;

Property, labor, or services may be purchased or sold by him at his option to the corporation
at a valuation fixed by him, or by the subscribers of the corporation. Stock in other corporations
engaged in business may be purchased by the corporation, their value not less than one-half of the capital
stock, and is to be paid in full when and if it is worth consideration; no fine assessment being
made of the capital stock of the corporation may be made.

Article 7. The amount of capital which will be corporation may begin business will limit to
not less than FIVE HUNDRED DOLLARS (\$50,000).

Article 8. The corporation is to have a corporate seal.

Article 9. The address of the corporation's initial registered office and the name of its initial
agent is 1000003824113

CAPITAL CONNECTION I

3550 222/12221

113010473699INC20040804

10000002524233

registered agent at the above address is as follows:

Eligible Agent:
Wayne D. Bassett, Esq.,
7700 N. Kendall Drive
Suite 540
Miami, FL 33156

Corporated Address:
Wayne D. Bassett, Esq.,
7700 N. Kendall Drive
Suite 540
Miami, FL 33156

SECRETARY: The member of the board of directors who holds the title of secretary is as follows: (1)

SECRETARY: The name and type of office address of the incorporated as:

Wayne D. Bassett
7700 N. Kendall Drive
Miami, FL 33156

SUPERVISOR: If supervisor and not the chairman of the board of directors, the name of the supervisor of Florida shall be filed separately if authorized:

- (a) The name and title of supervisor.
- (b) The name and title of secretary or managing partner held by an individual who supervises the new entity in managing the business property, and financials of this corporation.

REPRESENTATIVE: Name of representative who may be permitted to file documents on behalf of the corporation:

IN WITNESS WHEREOF, I, the undersigned as president and founder of this corporation, do hereby sign this _____ day of November, 2004.

Wayne D. Bassett

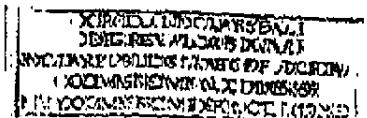
SECRETARY OF THE CORPORATION

CO-OWNER OF THE CORPORATION

I HEREBY CERTIFY THAT I AM A PERSONAL REPRESENTATIVE OF THE PRESIDENT AND SECRETARY OF THE CORPORATION, IDENTIFIED BY NAME, PERSONALLY KNOWN TO ME, AND THAT I AM A PERSON WHO IS AUTHORIZED TO SIGN THIS DOCUMENT ON BEHALF OF THE CORPORATION AND TO ACT AS A PERSONAL REPRESENTATIVE OF THE CORPORATION. I HAVE READ, UNDERSTOOD, AND AGREE TO THE TERMS AND CONDITIONS SET FORTH IN THIS DOCUMENT.

WITNESS: my hand and affidavit seal, this _____ day of November, 2004.
John M. Miller, Notary Public, State of Florida, Florida, _____ County of _____

Notary Seal:



NOTARY PUBLIC STATE OF FLORIDA

REC'D 0002652233

CARTER (CONNECTICUT)

850)222-1222

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I have been named as registered agent to accept service of process of the above styled corporation at the place designated in this certificate; hereby accept the appointment as registered agent to receive service of process in my capacity. I further agree to comply with the provisions of all statutes relating to the service of process, notifications, and the like furnished with and accept the obligations of my position as registered agent.

MARYVILLE MASSINER Registered Agent

10000002324113