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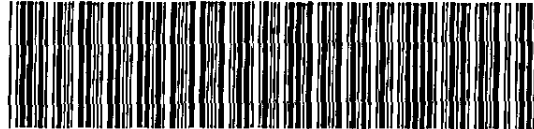
(Business Entity Name)

(Document Number)

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06/20/05--01020--019 **78.75

J. Shivers JUN 21 2005

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Pan American Airways Modeling & Clothing Co.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Nathan Cochran
Name (Printed or typed)

4516 Rutledge Dr.
Address

Palm Harbor, FL 34685
City, State & Zip

727-943-7596
Daytime Telephone number

05/17/20
MAY 17 2005

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

Article I: Name

The name of the corporation shall be Pan American Airways Modeling & Clothing Co.

Article II: Principal Office

The principal place of business/ mailing address is:
3480 Merlin Dr.
Clearwater, FL 33761

Article III: Purpose

The purpose for which this corporation is organized is to design and retail both male and female clothing primarily for an age constituency of 13 to 25 years. Furthermore the corporation will provide opportunities for fashion models by marketing them in the corporation's own clothing line, as well as outsourcing to others in need of models, and this includes the reselling of images produced.

Article IV: Shares

The number of shares of stock is 500,000.

Article V: Initial Officers

Robert Bozic: President
3480 Merlin Dr.
Clearwater, FL 33761

Matt Lubner: Vice President
2896 Deer Run
Tarpon, FL 34688

Nathan Cochran: Vice President
4516 Rutledge Dr.
Palm Harbor, FL 34685

Stephanie Harned: Secretary
4516 Rutledge Dr.
Palm Harbor, FL 34685

Article VI: Registered Agent

Nathan Cochran
4516 Rutledge Dr.
Palm Harbor, FL 34685

05 MAY 20 11 51 AM
CLEARWATER, FL 33761
PAN AMERICAN AIRWAYS
MODELING & CLOTHING CO.
INC.

Article VII: Incorporators

Robert Bozic
3480 Merlin Dr.
Clearwater, FL 33761

Article VIII: Effective Date of Incorporation

The effective date of incorporation shall be July 4, 2005.

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Nathan Cochran
Signature/Registered Agent

6/14/05
Date

[Signature]
Signature/Incorporator (Robert Bozic)

06.14.2005
Date

05 JUL 20 04 51 PM '05
STATE OF FLORIDA
CORPORATION DIVISION