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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

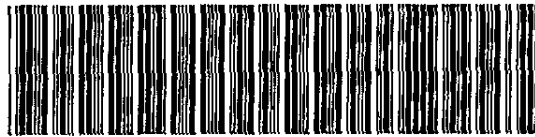
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
05 JUN 20 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. Burch JUN 21 2005

LAW OFFICES
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F. BRADLEY HASSELL*
*FLORIDA BAR BOARD CERTIFIED
CIVIL TRIAL LAWYER
*FLORIDA BAR BOARD CERTIFIED
AVIATION LAWYER

M. JENNIFER MOORHEAD

FRANCIS J. CARROLL, JR.*
*FLORIDA BAR BOARD CERTIFIED
CIVIL TRIAL LAWYER
*CERTIFIED MEDIATOR

THOMAS C. SMITH

ALFRED WASHINGTON, JR.

June 17, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Pan Atlantic Holdings, Inc.

Dear Sir or Madam:

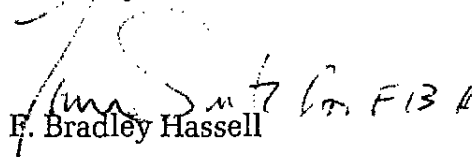
I enclose the original and one copy of the Articles of Incorporation for the above-named corporation, together with the appropriate check in the amount of \$89.50 in payment of the following fees:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	\$ 8.75
Certificate of Status	<u>\$ 8.75</u>
Total	\$87.50

I would ask that the original Articles be filed, with a certified copy being returned to this office.

If you have any questions and/or need additional information concerning this request, please do not hesitate to call. Your courtesy is appreciated.

Sincerely,


F. Bradley Hassell

FBH:clk

Enclosures

ARTICLES OF INCORPORATION
OF
PAN ATLANTIC HOLDINGS, INC.

FILED
05 JUN 20 PM 3: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be: **Pan Atlantic Holdings, Inc.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is **30 Lazy Eight Drive, Port Orange, Florida 32128.**

ARTICLE III
DURATION

The duration of this corporation is perpetual.

ARTICLE IV
PURPOSE

The purpose for which this corporation is organized is any and all lawful business.

ARTICLE V
CAPITAL STOCK

The number of shares of capital stock that this corporation is authorized to have is 100 shares, having a par value of \$1.00 per share.

ARTICLE VI
REGISTERED AGENT

The name and street address of the initial registered agent of the corporation is **Peter Stewart Pierpont, 30 Lazy Eight Drive, Port Orange, FL 32128.**

ARTICLE VII
BOARD OF DIRECTORS

The names and address of the initial Directors of this corporation, who shall hold office the first year of the corporation's existence or until their successors are elected are:

**Peter Stewart Pierpont
30 Lazy Eight Drive
Port Orange, FL 32128**

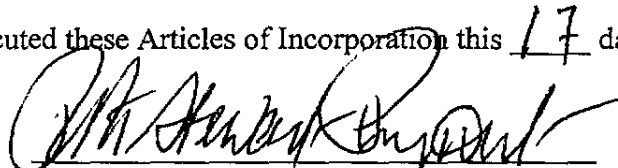
**Stephen J. Roth
1543 Chaucer Court
DeLand, FL 32724**

ARTICLE VIII
INCORPORATOR

The name and street address of each incorporator is as follows:

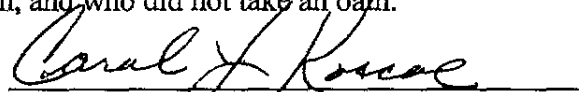
<u>Name and Address:</u>	<u>Shares Value</u>
Peter Stewart Pierpont 30 Lazy Eight Drive Port Orange, FL 32128	60%
Stephen J. Roth 1543 Chaucer Court DeLand, FL 32724	40%

The undersigned incorporator has executed these Articles of Incorporation this 17 day of June, 2005.

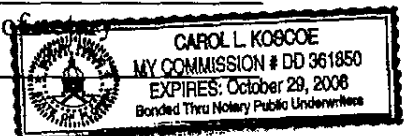

Peter Stewart Pierpont, Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation was acknowledged before me this 17th day of June, 2005, by Peter Stewart Pierpont, who is personally known to me or ~~has produced~~ as identification, and who did not take an oath.



Signature of Notary

Carol L. Koscoe
Printed or stamped name of Notary
Commission Expires: _____



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

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.


Peter Stewart Pierpont, Registered Agent
Dated: 17 June 2005