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Panama Whitaker, Inc.

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# ARTICLES OF INCORPORATION

These Articles of Incorporation are adopted for the purpose of forming a corporation under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

## ARTICLE ONE: NAME

The name of the corporation is Panama Whitaker, Inc. and the address of its principal office is 3908 26th St W, Bradenton, FL 34205, until and unless such address is subsequently changed by the corporation.

## ARTICLE TWO: COMMENCEMENT AND DURATION

The corporation shall commence its corporate existence upon the filing of these Articles of Incorporation with the Florida Department of State and it shall exist perpetually thereafter until dissolved according to law.

## ARTICLE THREE: PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted corporations under Florida law.

## ARTICLE FOUR: CAPITALIZATION

The corporation shall have the authority to issue one hundred thousand (100,000) shares of common stock with a par value of one penny (\$0.01) per share. The shares of stock may be issued for such consideration, having a value not less than the par value thereof, as is determined from time to time by the Board of Directors, to be paid in cash, in property, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration for such shares has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

## ARTICLE FIVE: DIRECTORS

The corporation shall have an initial board of three Directors, namely:

Michael Donato  
PO Box 2099  
Sarasota, FL 34230

Pasquale Gianfrancesco  
115 Woodstream Blvd, No. 6  
Ontario L4L 8K5, Canada

Joseph Giacomodonato  
115 Woodstream Blvd, No. 6  
Ontario L4L 8K5, Canada

The number of Directors may hereafter be changed from time to time in accordance with the By-Laws of the corporation. The initial board shall hold office until the election of successors by the Shareholders or until the earlier resignation or removal of a Director.

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#### ARTICLE SIX: OFFICERS

The corporation shall be served by the offices of a President, a Secretary, and a Treasurer, together with any additional officers deem necessary or appropriate by the Directors. One person may hold more than one position as an officer of the corporation. Until such time as the Directors elect his successor, the President of the corporation shall be Michael Donato, whose address is PO Box 2099, Sarasota, FL 34230. The remaining officers shall be elected by the Directors at their first meeting. Once elected, an officer may be removed from office by the Directors and an officer may resign from office at any time. Upon any removal or resignation of an officer, a successor officer shall be appointed by the Directors.

#### ARTICLE SEVEN: BYLAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Directors; however, the Shareholders may also adopt, alter, amend, or repeal By-Laws in which event the Shareholders may provide in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Directors.

#### ARTICLE EIGHT: AMENDMENT

These Articles of Incorporation may be amended only by a vote of at least seventy-five percent (75%) of the voting stock of the corporation then outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

#### ARTICLE EIGHT: REGISTERED OFFICE AND AGENT

The Registered Office of the corporation is at 3908 26th St W, Bradenton, FL 34205, and the Registered Agent at that address is Agency Agents, LLC, a Florida limited liability company. The corporation may subsequently change either or both the Registered Office and Registered Agent from time-to-time hereafter.

#### ARTICLE NINE: INCORPORATOR

This corporation is formed by Marc H. Feldman, 3908 26th St W, Bradenton, FL 34205.

In Witness Whereof, I subscribe to these Articles of Incorporation on 27 October 2014.

  
Marc H. Feldman

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**ACCEPTANCE OF APPOINTMENT**  
*as*  
**REGISTERED AGENT**

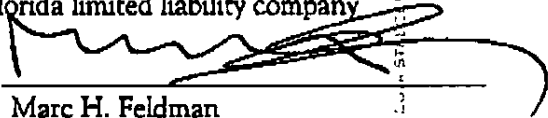
Agency Agents, LLC, a Florida limited liability company, hereby accepts its appointment as Registered Agent for Panama Whitaker, Inc., a Florida corporation, and will maintain the Registered Office of the Company in Manatee County, Florida, at 3908 26th St W, Bradenton, FL 34205.

Agency Agents, LLC, is familiar with and accepts the obligations imposed upon it as Registered Agent under Florida law.

Dated: 27 October 2014.



Agency Agents, LLC,  
a Florida limited liability company

by:   
Marc H. Feldman

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