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JOHNSTON, HARRIS, GERDE, JELKS & SMITH, P.A.
ATTORNEYS AND COUNSELLORS AT LAW
230 EAST FOURTH STREET
PANAMA CITY, FLORIDA 32401
TELEPHONE (904) 763-8481
FACSIMILE (904) 763-8489

JERRY W. GERDE
ALLEN N. JELKS, JR.
DOUGLAS L. SMITH

MAYO C. JOHNSTON
(1912-1983)
WILLIAM E. HARRIS
(1923-1988)

December 29, 1995

Corporate Records Bureau
DEPARTMENT OF STATE
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32399

Re: Panacom, Inc.

Dear Sir or Madame:

Please find enclosed herewith the original and a copy of proposed Articles Of Incorporation for the new corporation to be known as Panacom, INC., together with a check in favor of the Secretary Of State in the amount of \$122.50 for the following fees:

Filing Fee:	\$ 35.00
Certification of Copy:	52.50
Designation Of Registered Agent:	35.00
Total:	\$122.50

Please note that Article V in the Articles Of Incorporation designates the place of business of the Corporation and the name and address of the Registered Agent.

Your assistance in filing same, and in forwarding the Certified Copy to me, would be most appreciated. Thank you.

Very truly yours,

JOHNSTON, HARRIS, GERDE & JELKS, P.A.

Allen N. Jelks, Jr.
Allen N. Jelks, Jr.

Enclosures.

cc: Jay Bobo
Don Edwards

a-17:Panacom, Inc

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-01/04/96--01090--001
***122.50 ***122.50

96 JAN 4 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
PANACOM, INC.

FILED
96 JAN -4 PM 6:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is PANACOM, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - DURATION

This Corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred shares of common stock, each share having the par value of \$10.00 per share.

ARTICLE V - PRINCIPAL OFFICE ADDRESS
AND ACCEPTANCE BY REGISTERED AGENT

The street address of the principal office of this Corporation is: 11212 Middle Beach Road, Suite 505, Panama City Beach, Florida, 32407, and the name of the initial registered agent of this Corporation is Don Edwards, whose address is 214 Hugh Thomas Drive, Panama City, Florida, 32404, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is 214 Hugh Thomas Drive, Panama City, Florida, 32404.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial director of this Corporation are:

Jay Bobo
401 Tarpon Street
Panama City Beach, FL 32413

Don Edwards
214 Hugh Thomas Drive
Panama City, FL 32404

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Don Edwards
214 Hugh Thomas Drive
Panama City, Florida 32404

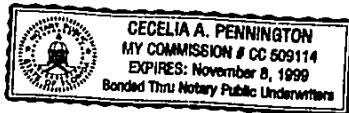
IN WITNESS WHEREOF, I have hereunto set my hand and seal acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2nd day of January, 1996.

Don Edwards
DON EDWARDS
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 2nd day of January, 1996, by DON EDWARDS, who:

- [] is personally known to me.
[] produced a current driver's license as identification
(state and number)
[☒] produced mil ID# H209229 as identification.



Cecelia A. Pennington
NOTARY PUBLIC Comm. No. CC 509114
Cecelia A. Pennington
(Type or Print Name of Notary)
My Commission Expires: 11-8-99