199000032632

DFFICE USE ONLY (Document #)			
LAZARUS CORPORATE FILING SERVI	ICE, INC.		
3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-59		700	00283466
(City, State, Zip) (Phone # LOCAL REPRESENTATIVE TALLAHASS		OFFICE USE ONLY	
CORPORATION NAME(S) & DO 1. PANA S (Corporation Name)	CUMENT NUM ERVIC	BER(S) (if known):	
2. (Corporation Name)		(Document#)	
3. (Corporation Name) 4. (Corporation Name) Walk in Pick up time Mail out Will wait	Photocopy	(Document #) (Document #) Certified Copy Certificate of St	PH PH
Profit NonProfit Limited Liability Domestication Other	AMENDM Amendment Resignation of Change of Regis Dissolution/With Merger	R.A., Officer/Director	PE 99 APR DIVISION OF TALLAHASS
Annual Report Fictitious Name Name Reservation	REGISTRATION QUALIFICATION Foreign Limited Partners Reinstatement Trademark	ON .	PRECEIVED 99 APR-9 AM/I: 33 WEIGHT SERFORATIONS

Other

Examiner's Initials

ARTICLES OF CORPORATION

OF-

PANAMA SERVICES, INC.

The undersigned subscribers to these articles of incorporation, a natural persons competent to contract; hereby form a corporation under the laws of The State of Florida.

ARTICLE 1.- CORPORATION NAME

The name of the corporation is PANAMA SERVICES, INC.

ARTICLE II.- DURATION

The corporation shall exist perpetually, unless dissolved according with the Florida law.

ARTICLE III.- PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of The United States and The State of Florida.

ARTICLE IV.- CAPITAL STOCK

The corporation is authorized to issue five thousand (\$5,000.00) shares of ten dollars (\$10.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V.- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is as follow:

Juan Carlos Ruiz 7875 Grand Canal Dr. Miami, Florida 33144

The principal address and the registered office of the corporation is 7875 Grand Canal Dr. Miami, Florida 33144

DINISION DRA PR -9 PM 1:42

ARTICLE VI.- INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Law, but shall never be less than one (1). The name and address of the Initial Director of the corporation is as follow:

NAME

ADDRESS

OFFICER_

Juan Carlos Ruiz

7875 Grand Canal Dr. Miami Fla. 33144 President

The method of electing directors shall be state in the corporation By Law.

ARTICLE VII.- INCORPORATORS

The names and address of the person signing these articles of incorporation is as follow

Juan Carlos Ruiz

ARTICLE VIII.- CORPORATION OFFICE

The corporation's principal office and mailing address shall be as follow:

7875 Grand Canal Dr. Miami , Florida 33144 IN WITNESS WHEREOF, the undersigned subscriber have executed these articles of incorporation this 2nd day of April of 1999 at Miami Florida.

Juan Carlos Ruiz

STATE OF FLORIDA COUNTY OF DADE

Before me, a notary public authorized to take acknowledgement in The State and County set for above, personally appeared Juan Carlos Ruiz, known to me to be the person who executed the foregoing articles of incorporation, and whom acknowledge before me that they executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in The State and County aforesaid, this 2nd day of April of 1999.

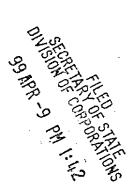
Notary Public

JUAN E. RAMIREZ
MY COMMISSION # CC 763807
EXPIRES: July 30, 2002
Bonded Thru Notary Public Underwriters

My commission expires on

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT OF

PANAMA SERVICES, INC.



Pursuant to Florida status Sections 48.091 and 607.034, the following is submitted.

The above corporation desiring to organize under the laws of The State of Florida, with first registered office as indicated in the Articles of Corporation at:

7875 Grand Canal Dr. Miami, Florida 33144

has named Juan Carlos Ruiz, located at the aforesaid address, as his first Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above state of corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law in keeping open said office.

Registered Agent