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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PANAM EXPRESS, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
PANAM EXPRESS, INC.

ARTICLE ONE: NAME

The name of this corporation is:

PANAM EXPRESS, INC.

ARTICLE TWO: NATURE OF BUSINESS

The corporation may engage in any lawful business as is or may be authorized by the laws of the State of Florida and the laws of the United States. It is understood that the corporation's specific powers in these Articles of Incorporation shall not be deemed to be exclusive.

ARTICLE THREE: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time, unless these Articles are otherwise amended, is 100 shares at One Dollar (\$1.00) par value. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property, or in labor for services at a fair valuation to be fixed by the incorporator or by the shareholders at a meeting called for such purpose.

ARTICLE FOUR: INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is: ONE HUNDRED DOLLARS (\$100.00).

CARROLL & ASSOCIATES, P.A.
1260 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131-1714
(305) 372-2445 FBN-150445

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TALLAHASSEE, FLORIDA

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ARTICLE FIVE: TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE SIX: PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SEVEN: PLACE OF BUSINESS

The principal place of business of the corporation shall be 5587 N.W. 72nd Avenue, Miami, Florida 33166, with such other place or places of business as may be determined and fixed by the Board of Directors.

ARTICLE EIGHT: REGISTERED AGENT AND OFFICE

The name and address of the registered agent is:

Linda L. Carroll
Carroll & Associates, P.A.
1260 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131-1714

ARTICLE NINE: DIRECTOR(S)

This corporation shall have One (1) Director initially. The number of directors may increase from time to time as provided for in the By-laws.

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ARTICLE TEN: INITIAL BOARD OF DIRECTORS

The name and mailing address of the initial Director is:

Carlos Novo
5587 N.W. 72nd Avenue
Miami Florida 33166

ARTICLE ELEVEN: INCORPORATOR

The name and mailing address of the incorporator is:

Carlos Novo
5587 N.W. 72nd Avenue
Miami, Florida 33166

ARTICLE TWELVE: AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained within these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement registering their intention that a certain amendment of these Articles of Incorporation be made.

The Board of Directors reserves the right and shall have the power to make or amend the By-laws and to allow or fix any amount of capital or other property to be reserved for working capital. The private property of the stockholders shall not be subject to the payment of any corporate debt to any extent whatsoever.

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ARTICLE THIRTEEN: INDEBTEDNESS

The outstanding indebtedness of the corporation shall be unlimited.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13th day of May, 1999.


CARLOS NOVO

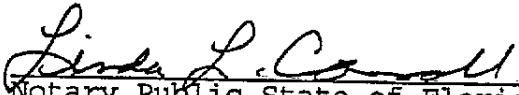
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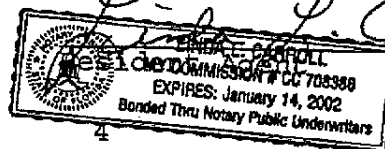
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The foregoing instrument was acknowledged before me this 13th day of May, 1999 by Carlos Novo who personally appeared before me and who is well known by me and who did not take an oath.


Notary Public State of Florida
Linda L. Carroll
Print

RESIDENT AGENT ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



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