

LO20000016036

Ed Page
19535 Gulf Boulevard, Suite B
Indian Shores, Florida 33785

(5)

June 20, 2002

6/25

FL LLC

CC

MJH

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: CERTIFIED MAIL # 7000-1530-0003-2770-6601

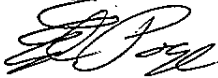
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***155.00 ***155.00

Dear Representative,

Please find enclosed the Articles of Organization for Pegasus Florida Properties, LLC and the \$100 filing fee, plus \$25 for Designation of Registered Agent and \$30 for a Certified Copy, for a total of \$155.00.

Please call me at (727) 824-7736 with any questions you may have.

Sincerely yours,



Ed Page

Please forward all correspondence for Pegasus Florida Properties, LLC to:

Pegasus Florida Properties, LLC
P. O. Box 1104
Indian Rocks Beach, Florida 33785-1104

FILED
02 JUN 25 AM 8:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
PEGASUS FLORIDA PROPERTIES, LLC**

The undersigned hereby certify that they have formed a limited liability company under the State of Florida.

ARTICLE I - Name

The name of the limited liability company shall be PEGASUS FLORIDA PROPERTIES, LLC.

ARTICLE II: Address and Place of Business

The mailing address of the principal office of the limited liability company is
P. O. Box 1104
Indian Rocks Beach, Florida 33785-1104

The street address of the principal office of the limited liability company is:
19535 Gulf Boulevard, Suite B
Indian Shores, Florida 33785

ARTICLE III: Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by an operating agreement adopted by the Members of the limited liability company.

ARTICLE IV - Purpose

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed, subject to the statutes and regulations of the laws of the State of Florida.

ARTICLE V - Powers

The limited liability company shall have all such powers as set forth in Section 608.404, Florida Statutes.

ARTICLE VI - Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent and initial registered office are as follows:

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19535 Gulf Boulevard, Suite B
Indian Shores, Florida 33785

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII - Management

The management of the limited liability company shall be vested in its Members.

ARTICLE VIII - Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of the majority of the remaining Members' interests. Notwithstanding the death, retirement, resignation, expulsion or bankruptcy of a Member, all contracts authorized by the limited liability company and executed by such Member in his, her or its representative capacity shall survive and shall inure to the benefit of the limited liability company.

ARTICLE IX - Restrictions on Membership

No new Members shall be admitted to the limited liability company without the prior consent of a majority of the existing Members' interests. Contributions required of new Members shall be determined as of the time of their admission to the limited liability company. A Member's interest in the limited liability company may not be sold or otherwise transferred except in compliance with the operating agreement of the limited liability company. Additional restrictions and conditions on membership may be set forth in regulations adopted by its Members.

ARTICLE X - Operating Agreement


The Members of the limited liability company shall adopt an operating agreement pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall be repealed or altered only by the Members of the limited liability company, in the manner now or hereafter prescribed by the laws of the State of Florida.

ARTICLE XI - Amendment

These Articles of Organization may be amended from time to time in the manner set forth in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 20th day of June, 2002.

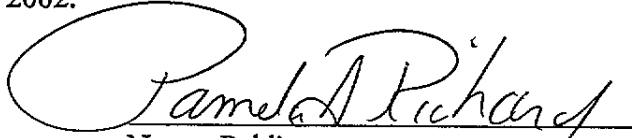
By:


Ed Page, Member

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, to me personally known to be the individual described in and who executed the foregoing instrument or who has produced identification and who did take an oath and acknowledged before me that he executed the same for the purposes therein expressed and in the capacity so stated.

WITNESS my hand and official seal at Largo Florida, said County and State, this the 20th day of June, 2002.



Notary Public

Print Name _____

My Commission Expires _____



Pamela A. Richard
MY COMMISSION # CC951027 EXPIRES
September 24, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

PEGASUS FLORIDA PROPERTIES, LLC

2. The name and address of the registered agent and office are as follows:

Ed Page
19535 Gulf Boulevard, Suite B
Indian Shores, Florida 33785

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 20th day of June, 2002.



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