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THE UNITED STATES
CORPORATION
COMPANY

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AUTHORIZATION :

Patricia Pujut

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ORDER DATE : September 8, 1998

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ORDER NO. : 953971-005

CUSTOMER NO: 1299A

CUSTOMER: Scott M. Covell, Esq
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
Suite 800
125 West Romana Street
Pensacola, FL 32501

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DOMESTIC FILING

NAME: PEGASUS DEVELOPMENT
ENTERPRISES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

W98-20448

EXAMINER'S INITIALS:

Name	mtf
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 9, 1998

CSC
JANNA WILSON

SUBJECT: PEGASUS DEVELOPMENT ENTERPRISES, L.L.C.
Ref. Number: W98000020448

We have received your document for PEGASUS DEVELOPMENT ENTERPRISES, L.L.C. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 698A00045749

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RESUBMIT

Please give original
submission date as file date.

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**ARTICLES OF ORGANIZATION OF
PEGASUS DEVELOPMENT ENTERPRISES, L.L.C.**

The undersigned, SCOTT M. COVELL, authorized representative of the members, a natural person competent to contract, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

PEGASUS DEVELOPMENT ENTERPRISES, L.L.C.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal office of the limited liability company is 345 Southend, Apt. 6-M, New York, New York 10280.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

This limited liability company shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 1201 Hayes Street, Tallahassee, FL 32301, and the name of the initial registered agent of this limited

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liability company at that address is Corporation Service Company.

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by a committee of members (the "Management Committee") consisting of at least one (1) member. The name and address of the members who shall initially serve as the members of the Management Committee are:

Michael A. Sassano, III
345 Southend, Apt. 6-M
New York, New York 10280

Michael P. Protegere
4547 Lincoln Road
Indianapolis, IN 46208

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ARTICLE VII - CAPITAL CONTRIBUTIONS

Capital contributions totaling One Hundred and No/100 Dollars (\$100.00) shall be contributed to the limited liability company by the initial members as of formation of this limited liability company.

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

Members owning a majority in interest shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE IX - MEMBERS RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members owning a majority in interest shall have the right to continue the business.

ARTICLE X - RESTRICTION ON MEMBERSHIP

A member's interest in the limited liability company may not be sold or otherwise transferred except with written consent of the members owning a majority in interest.

ARTICLE XI - COMMENCEMENT OF EXISTENCE

The date for commencement of this limited liability company's existence shall be September __, 1998.

ARTICLE XII - AMENDMENT

This limited liability company reserves the right to amend these Articles of Organization or any amendment thereto from time to time in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the date set forth below.

MEMBER:



SCOTT M. COVELL, authorized
representative of the members

Date: September 4, 1998

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REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of PEGASUS DEVELOPMENT ENTERPRISES, L.L.C. Further, I am familiar with and accept the duties and obligations of such designation.

CORPORATION SERVICE COMPANY

Karen B. Rozar

Karen B. Rozar, Asst. Sec.

(Principal) Corporation Service Company

Date: 9/8, 1998

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STATE OF INDIANA)

COUNTY OF MARION)

AFFIDAVIT

BEFORE ME, the undersigned, personally appeared MICHAEL P. PROTEGGERE, member of PEGASUS DEVELOPMENT ENTERPRISES, L.L.C., a Florida limited liability company, hereinafter "Company" who upon being duly sworn, certified as follows:

1. The Company has at least one (1) member.
2. The total actual amount of cash contributed by the members as of the date of formation of the Company is One Hundred and No/100 Dollars (\$100.00).
3. No other property has been contributed to the Company as of formation.
4. The members anticipate making additional contributions to the Company in the amount of Twenty-Four Million Dollars (\$24,000,000).
5. The total amount of all contributions referred to herein is Twenty-Four Million One Hundred Dollars (\$24,000,100).

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

MEMBER:

Michael P. Protegere
MICHAEL P. PROTEGGERE

SWORN TO AND SUBSCRIBED before me this 8th day of September, 1998, by MICHAEL P. PROTEGGERE, who ☒ is personally known to me, or ☐ has produced as identification, bearing identification number _____

Julia A. Croda
[Signature of Notary Public]

JULIA A. CRODA
(Print, Type, or Stamp Name of Notary Public)

JULIA ANNE CRODA
Marion County Resident

Commission Number: _____
My Commission Expires: 2-15-08

[NOTARIAL SEAL]

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