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DOUGLAS RAWLS GIRVIN, P.A.

A PROFESSIONAL ASSOCIATION ATTORNEY AT LAW OCEANSIDE PROFESSIONAL CENTRE 1080 EAST INDIANTOWN ROAD, SUITE 105 JUPITER, FLORIDA 33477

TELEPHONE (561) 746-6669

TELEFAX (561) 746-7754

May 29, 2003

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

RE:

Pegasus Solutions, Inc.

Articles Of Incorporation

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation of Pegasus Solutions, Inc. submitted for filing, together with the filing fee in the sum of Seventy-Eight and 75/100 Dollars (\$78.75) payable to the Secretary of State.

Please return the enclosed copy to me with the appropriate time stamp. If you have any questions regarding the above, please do not hesitate to contact me <u>prior to returning the enclosed</u>. If you must return any documentation, please forward it to my office.

Very truly yours

D.R. Girvin DRG/clv

Enclosures

ARTICLES OF INCORPORATION

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PEGASUS RESOURCES, CORP.

SECRETARY OF STATE FALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be PEGASUS RESOURCES, CORP.

ARTICLE II

The purpose of this corporation and the general nature of the business to be transacted by it shall be:

- (A) To engage in the business of sales and marketing of specialty chemicals, rendering all services attendant to same; and,
- (B) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the corporation; to carry on any lawful business whatsoever which will accomplish the purposes or objects of the corporation without limiting or restricting in any manner the powers of this corporation; and to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist of One Thousand Shares (1,000) shares of common stock having a par value of \$1.00 per share. The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor, or any form or type of services to be valued by the directors of the corporation at a just and fair valuation as shall be fixed by the directors.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial board of directors shall be composed of one (1) director, which may be increased by the board at any time by resolution. The name and address of the initial director is:

Lisa M. Strahl 224 Commodore Drive Jupiter, Florida 33477

ARTICLE VI

The street address of the initial principal office of the corporation shall be 224 Commodore Drive, Jupiter, Florida 33477. The mailing address of the corporation shall be 224 Commodore Drive, Jupiter, Florida 33477. The director may from time to time change the registered office and the mailing address of the corporation by resolution.

ARTICLE VII

The name and address of the initial officer of this corporation shall be as follows:

Lisa M. Strahl 224 Commodore Drive Jupiter, Florida 33477

ARTICLE VIII

Lisa M. Strahl, located at the registered office of the corporation, is designated as the registered agent to accept any service of process within this state on behalf of the corporation. The street address of the initial registered office of the corporation shall be 224 Commodore Drive, Jupiter, Florida 33477.

ARTICLE IX

The incorporator of this corporation shall be Lisa M. Strahl. The address of the incorporator is 224 Commodore Drive, Jupiter, Florida 33477.

ARTICLE X

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 already holds, shall have the right to purchase his 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.

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Incorporation at Jupiter, Palm Beach County, Florida, for the uses and purposes aforesaid.

STATE OF FLORIDA: COUNTY OF PALM BEACH:

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The foregoing instrument was acknowled M. Strahl, who did not take an oath.	lged before me trip 26 day of May, 2003, by Lisa
CHRISTY L. VERZI MY COMMISSION # DD 177549 EXPIRES: January 14, 2007 Bonded Thru Notary Public Underwriters	Notary Public State of Florida My Commission Expires: Commission No.:
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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

SECKETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida:

- 1. The Name of the Corporation is PEGASUS RESOURCES, CORP.
- 2. The name and address of the registered agent and office of same are:

3.

Lisa M. Strahl 224 Commodore Drive Jupiter, Florida 33477

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as such and agree to act in said capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties. I hereby certify that I am a permanent resident of Florida, residing at 224 Commodore Drive, Jupiter, Florida 33477. I declare that I am familiar with, and hereby accept, the obligations of a registered agent.

EXECUTED this <u>28</u> day of May, 2003.

Registered Agent