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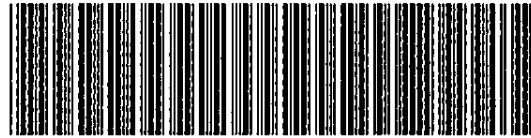
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TALLAHASSEE, FLORIDA

MPS
2/3/12

Rodney Long

January 30, 2012

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

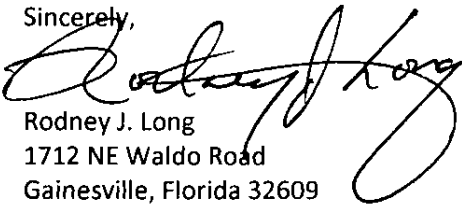
Subject: Articles of Incorporation for Plan East Gainesville (PEG) Development Group, Inc.

To Whom It Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for Plan East Gainesville (PEG) Development Group, Inc. and a check in the amount \$78.75 for the filing fee and certified copy. Please forward all documents to:

Rodney J. Long
1712 NE Waldo Road
Gainesville, Florida 32609
352-337-0490
rodnejlong@gmail.com

Sincerely,



Rodney J. Long
1712 NE Waldo Road
Gainesville, Florida 32609

ARTICLES OF INCORPORATION
OF
PLAN EAST GAINESVILLE (PEG) DEVELOPMENT GROUP, INC.

ARTICLE ONE
NAME

The name of the corporation is: Plan East Gainesville (PEG) Development Group, Inc.

ARTICLE TWO
DURATION

The duration of the corporation shall be perpetual.

ARTICLE THREE
PURPOSE

The nature of the business, or objects or purposes proposed to be transacted, promoted or carried on are: To work with private investors and the public sector to implement the goals, objectives and strategies of the Plan East Gainesville Development Plan for economic growth in East Gainesville/Alachua County. To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, invest, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign, and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible and intangible, wherever situated and however held, including, but not limited to, money, credits, securities, stocks, bonds, warrants, scripts, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property (improved and unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights. All or any part of any going business and its incidents, franchises, subsidiaries, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency, thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof; To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others; To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and

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other obligations; To let concessions to others to do any of the things that this corporation in empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any Government or authority of subdivision or agency thereof; In general, to engage in any other activity or to carry on any other business in connection with the foregoing within the purposes for which corporations may be organized under the Florida General Corporation Act, and to do any or all of the things set forth herein to the same as natural persons might or could do. The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the power of the corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object, expresses, and the enumeration as to specific powers, but are in furtherance of, in addition to and not in limitation of said general powers.

ARTICLE FOUR CAPITALIZATION

The corporation shall issue two (2) classes of common stock, voting and non-voting. The aggregate number of shares of voting common stock which the corporation shall have the authority to issue shall be one thousand (1,000) shares at a par value of one dollar (\$1) per share. The aggregate number of shares of non-voting common stock which the corporation shall have the authority to issue shall be one thousand (1,000) shares at a par value of one dollar (\$1) per share. At any time and from time to time when authorized by resolution of the Board of Directors and without any action by stockholders, the corporation may issue or sell any shares of its capital stock, whether out of the unissued shares thereof authorized by the Articles of Incorporation of the corporation as originally filed or by any amendment thereof. The corporation may receive in payment, in whole or in part, for any shares of its stock issued or sold by it, cash, labor done, personal or real property, or leases thereof, and in the absence of actual fraud in the transaction, the judgment of the directors of the corporation as the value of the labor, property, real estate, or lease thereof so received, shall be conclusive.

ARTICLE FIVE REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporations registered office is 1712 N. E. Waldo Road, Gainesville, Florida, County of Alachua, State of Florida, 32609. The name of the corporations registered agent at such address is Rodney J. Long.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Rodney J. Long/Registered Agent

January 30, 2012

Plan East Gainesville (PEG) Development Group, Inc.

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**ARTICLE SIX
INITIAL DIRECTORS AND OFFICERS**

The number of directors comprising the initial Board of Directors is four (4). The names and addresses of the persons who are to serve as the initial directors and officers are:

<u>Name</u>	<u>Address</u>	<u>Officer</u>
Rodney J. Long	1712 NE Waldo Road Gainesville, FL 32609	Chairman/President/CEO
Carole Martin Long	1712 NE Waldo Road Gainesville, FL 32609	Vice President/CFO
Diyonne McGraw	1712 NE Waldo Road Gainesville, FL 32609	Vice President/Real Estate
Kersandras Martin	1712 NE Waldo Road Gainesville, FL 32609	Secretary/Treasurer

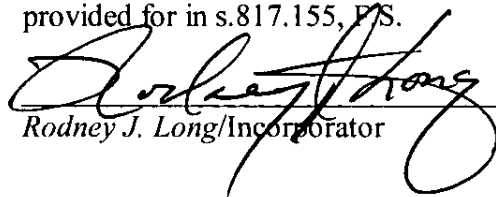
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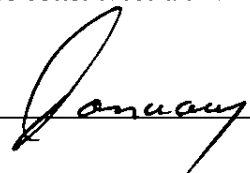
**ARTICLE SEVEN
INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Rodney J. Long	1712 NE Waldo Road Gainesville, FL 32609

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Rodney J. Long/Incorporator

 January 30, 2012
Date

**ARTICLE EIGHT
PREEMPTIVE RIGHTS**

When the Board of Directors so determine, the increased stock provided for by these Articles of Incorporation, and any further increase of the same, or any portion thereof, shall first be offered, a price determined by the Board of Directors, pro rata to the stockholders of record who may desire to subscribe for such stock.

**ARTICLE NINE
TRANSFER OF STOCK**

Shares in the corporation may be transferred to the corporation, to other stockholders of record in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors.

**ARTICLE TEN
BOARD OF DIRECTORS**

The business of the corporation shall be managed and conducted by a board of not less than four (4) directors. The Board of Directors shall be elected in the manner set forth in the bylaws. In addition to the powers and authority granted to the directors in these Articles of Incorporation, and in addition to the powers and authority expressly conferred on them by statute, the Board of Directors of the corporation shall have additional powers and authority, not inconsistent with law, as may be set forth in the bylaws.

**ARTICLE ELEVEN
AMENDMENT**

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

PLAN EAST GAINESVILLE (PEG) DEVELOPMENT GROUP, INC.

1. Organizational Structure

1. Legal Entity

1. For-profit corporation
 1. Subchapter S
2. Non-profit corporation
 1. Subsidiary of for-profit corporation
 2. Separate foundation
 3. Division or Department of for-profit corporation
3. Filing
 1. Articles of Corporation - Secretary of State
 2. Business Licenses- Occupational
 1. Enterprise Zone - Fee Incentives
 3. Federal ID # Pending

2. Stockholders

1. Financing the business
 1. Capitalization - Issuance of common stock
 1. Voting - 1,000 shares
 2. Non-voting - 1,000 shares
 2. Debt - Loan(s)
 1. Line of Credit
 2. Terms
2. Percentage (%) of Ownership
 - a. Capital stock purchases
 2. % share of profit and losses
3. Property contributions
4. Appointment of Directors
 1. Officer(s) of the Board
 1. Chairman/President/CEO, Vice President/CFO, VP/Real Estate Development/ Secretary/Treasurer
 2. Election of corporate officers
 1. Chairman/President/CEO
 2. Vice-President/CFO
 3. Vice President/ Real Estate Development
 4. Secretary/Treasurer

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II. Operations

1. Office
 1. Location – 1712 NE Waldo Road, Gainesville, Florida 32609
2. Staffing
 1. Employees
 1. Chief Executive Officer (CEO)
 2. Chief Financial Officer
 3. Director of Real Estate Development
 4. Office Manager
 5. Others as needed
 2. Professional (Contract) Services
 6. Financial Consulting Services
 7. Housing and Commercial Development Consulting
 8. Accounting Services
 9. Engineering Services
 10. Architectural Services
 11. Real Estate Services
 12. Land Use Planning Services
 13. Strategic Planning Services (short, medium and long term)

III. Programs

1. Commercial development
 1. Owner/developer
 2. Joint ventures
 1. General partner
 2. Limited partner
 3. Franchises
2. Residential development
 1. Student housing
 1. Up-scale housing
 2. Affordable housing
3. Charitable (non-profit company)
4. Others