LAW OFFICEB OF SALIBA & McDONOUGH, P.A. ATTORNEYS AT LAW

WAYNE R. McDONOUGH RICHARD JOSEPH BALIBA

P.O. BOX 1690 1901 25th STREET VERO BEACH, FLORIDA 32960 (407) 567-5111 FAX (407) 507-6186

Secretary of State The Capital Post Office Box 6327 Tallahassee, Florida

THE ENGINEER PROPERTY OF .nsz17795---11910--011 4**#122,50 ****122,50

RE: PEGASUS LIVERY LEASING, INC.

To Whom it may concern:

Enclosed please find an original copy of the Articles of Incorporation. Enclosed please find a check in the amount of \$122.50 representing the filing fees and representing the fee for a certified copy to be returned to these offices.

I thank you in advance for your anticipated cooperation.

Very truly yours,

Robert Pollo

Richard Saliba

RS/dc

Enclosures: Articles of Incorporation (original and 1 copy) Check in the amount of \$122.50

(JUN 1 7 1996' DB

ARTICLES OF INCORPORATION

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PEGASUS LIVERY LEASING, INC.

The undersigned, for the purpose of forming a corporation under the laws of Florida, hereby adopts the following Articles of incorporation.

ARTICLE I

The name of the corporation is PEGASUS LIVERY LEAS...IG, INC.

ARTICLE II DURATION This corporation shall have perpetual existence.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business under the laws of the State of Florida and/or under the laws of the United States.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue the maximum of One Hundred (100) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE V REGISTERED AGENT

The name of the initial Registered Agent of this corporation shall be RAYMOND A. DELLA PORTA. The street address of the initial registered office of this corporation is 1300 36th Street Suite F Vc o Beach, Florida 32960.

ARTICLE VI DIRECTOR

This corporation shall have one director initially, whose name and address is as follows:

NAME

ADDRESS

RAYMOND A. DELLA PORTA

1300 36TH Street Suite F Vero Beach, Florida 32960

ARTICLE VII INCORPORATION

The name and address of the incorporator of this corporation is as follows: Also, the corporation's principal office address and the corporation's mailing address are as follows: (The principal office address and the registered office address are the same)

NAME

ADDRESS

RAYMOND A. DELLA PORTA

1300 36TH Street Suite F Vero Beach, Florida 32960

ARTICLE VIII ACCEPTANCE BY REGISTERED AGENT

RAYMOND A. DELLA PORTA herein agrees to act as Registered Agent for this corporation and as such, to accept service of process, to keep the registered office open during the hours subscribed by law and to post such agent's name in some conspicuous place in the registered office as required by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 12 th day of June, 1998.

RAYMOND'A. DELLA PORTA

The foregoing instrument was acknowledged before me this 12th day of June 1996, by RAYMOND A. DELLA PORTA, who is personally known to me or who has produced Florida Drivers License as identification, and who did take an oath.

NOTARY FUBLIC

MAY PULL SUPARY SEAL MAY DE RESCONDUCH NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC301320 MY COMMISSION EXP. JULY 12