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Tracie L. Tedrick, P.A.

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Certified Public Accountant

August 27, 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Dept. of State
P. O. Box 6327
Tallahassee, FL 32314

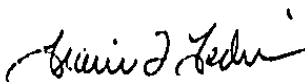
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Dear Sirs:

Enclosed, please find the Articles of Incorporation for Pegasus Publishing, Inc. along with a check for \$122.50 for the filing fee and designation of registered agent.

We have enclosed an extra copy of the Articles; we would appreciate your returning this to us with the filing date stamped on it. Thank you in advance.

Yours Truly,



Tracie L. Tedrick

Enclosures

PH

200 Executive Way
Ponte Vedra Beach, Florida 32082
904 273-5011
Fax: 904 285-1002

Articles of Incorporation

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TALLAHASSEE, FLORIDA

1. The name of the corporation is: Pegasus Publishing, Inc.
2. The principal place of business and mailing address of the corporation is: 200 Executive Way, Ste. 111
Ft. Verde Beach, FL 32082
3. The corporation shall have the authority to issue 10,000 shares of common stock, in one class only, each with a par value of \$ 1.00.
4. The registered agent of the corporation is Tracie L. Tedrick and the registered address is 200 Executive Way, Ste. 111, Ft. Verde Beach, FL 32082.
5. The Initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: Tracie L. Tedrick / 200 Executive Way, Ste. 111
Kenneth D Taylor / Ft. Verde Beach, FL 32082

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Tracie L. Tedrick whose address is 200 Executive Way, Ste. 111, Ft. Verde Beach, FL 32082

Dated 8/2/96

Tracie L. Tedrick
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation 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 am familiar with and accept the obligations of my position as registered agent.

Dated 8/2/96

Tracie L. Tedrick
Registered Agent