

TRANSMITTAL LETTER

P98000040097

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

SUBJECT: PEGASUS PROPERTY MANAGEMENT INC
(Proposed corporate name - must include suffix)

300002507753--5
-05/01/98--01062--001
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: THOMAS EATON
Name (Printed or typed)
1013 SE 44TH ST
Address
CAPE CORAL, FL 33904
City, State & Zip
1-941-849-1029
Daytime Telephone number

FILED
98 MAY -1 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

985-4-98

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLES OF INCORPORATION
OF
PEGASUS PROPERTY MANAGEMENT, INC.**

FILED
98 MAY -1 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I NAME

The name of the corporation will be **Pegasus Property Management, Inc.**

II TERM OF EXISTENCE

This corporation is to have perpetual existence.

III NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States or of the laws of the State of Florida.

IV CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is One Thousand (1000) Shares. Such shares will be of a single class and will have a par value of one dollar (\$1.00) per share.

V STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL

No shareholder will have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation to be agreed upon between the offeror and the corporation. If the parties cannot agree as to the value of the share, each party will select an arbitrator and two arbitrators so selected will elect a referee. A majority of the vote of the three will determine the value. Such offers will be in writing signed by the shareholder: will be sent by registered or certified mail to the corporation at its principal place of business; and will remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder will have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation will have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision will be binding on the executor, administrator, or personal representative of each shareholder.

Each share certificate issued by the corporation will have printed or stamped thereon the following legend. "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation. A copy of such articles is on file at the principal office of the corporation."

VI ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation is **1013 SE 44th Street, Cape Coral, FL 33904** and the name of its initial registered agent at such address is **Thomas Eaton**.

VII INCORPORATORS

The name and address of the incorporators to these articles are:

THOMAS EATON 1013 SE 44th Street
Cape Coral, FL 33904

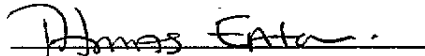
BARBARA STILSON 6064 Timberwood Circle #308
Fort Myers, FL 33908

VIII MANAGEMENT OF CORPORATION

The corporation will have a Board of Directors, and all of the corporate powers will be exercised by, and the business of the affairs of the corporation will be managed under the direction of, the Board of Directors.


IX AMENDMENT OF ARTICLES OF INCORPORATION

These articles may be amended in the manner provided by law. Every amendment will be proposed by any Board Member and approved at a duly called Board of Directors' meeting by a majority of the Board of Directors entitled to vote thereon.


Thomas Eaton


Barbara Stilson

I hereby accept designation as Registered Agent of the Corporation.


Thomas Eaton

98 MAY - 11 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA

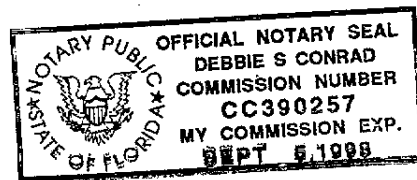
COUNTY OF LEE

I hereby certify that on this day before me, an officer duly authorized to take acknowledgments, personally appeared **Thomas Eaton and Barbara Stilson** known to me to be the persons described in and who executed the foregoing instrument and acknowledged before me that the executed the same.

WITNESS by hand and official seal in the County and State as aforesaid this 27th day of **April**, 1998.

Debbie S. Conrad
Notary Public - Debbie S. Conrad

SEAL



This instrument prepared by:

Thomas Eaton
1013 SE 44th Street
Cape Coral, FL 33904