

P98000104623

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

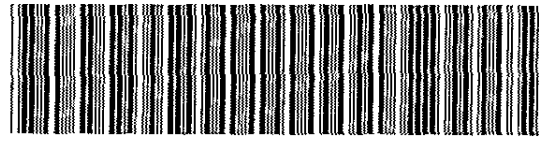
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600108665926

09/05/07--01041--013 **35.00

Amend

FILED
07 SEP -5 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts SEP 12 2007



Trusted Counsel
ASHLEY LLC

VIA FEDERAL EXPRESS

September 4, 2007

Department of State
Division of Corporations
Amendment Section
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Pegasus Imaging Corporation (FL)

Dear Division of Corporations:

Enclosed you will find an original and two (2) copies of Articles of Amendment to Articles of Incorporation for Pegasus Imaging Corporation (FL) which is dated August 10, 2007, as well a check in the amount of \$35.00 to cover the filing fee. Please file this document at your convenience and return a copy to me in the enclosed self-addresses stamped envelope.

Thank you for your attention to this matter and should you have any questions, please contact me at 404-961-7604.

Sincerely,

Jenni Ferguson
Paralegal

Enclosures

Cc: Evelyn A. Ashley

One Georgia Center
600 West Peachtree Street
Suite 1910
Atlanta, Georgia 30308

telephone: 404.898.2900

facsimile: 404.898.2901

www.trusted-counsel.com

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Pegasus Imaging Corporation

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jenni Ferguson
(Name of Contact Person)

Trusted Counsel
(Firm/ Company)

One Georgia Center - 600 W. Peachtree St
Suite 1910
(Address)

Atlanta GA 30308
(City/ State and Zip Code)

For further information concerning this matter, please call:

Jenni Ferguson at (404) 961 7604
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

EXHIBIT A

**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
PEGASUS IMAGING CORPORATION
DOCUMENT NUMBER:
P98000104623**

**FILED
07 SEP -5 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1006, Florida Statutes, Pegasus Imaging Corporation (the "Corporation"), is a corporation organized and existing under and by virtue of the Florida Business Corporation Act,

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is Pegasus Imaging Corporation.

SECOND: The Articles of Incorporation of the Corporation, as amended, are further amended by deleting Article III in its entirety and replacing it with a new Article III to read as follows:

"III.

"The Corporation shall have authority, to be exercised by the Board of Directors, to issue no more than five million (5,000,000) shares of capital stock. These shares shall be one class, with no par value, and shall be designated as "Common Stock" which shall be divided into two series as follows: (a) Series A, which shall consist of Two Million Five Hundred Thousand (2,500,000) shares of voting Common Stock, and (b) Series B, which shall consist of Two Million Five Hundred Thousand (2,500,000) shares of non-voting Common Stock. Other than the right to vote, each share of Common Stock shall be identical in all respects and for all purposes; participate equally in all dividends payable with respect to stock, as, if and when declared by the Board of Directors of the Corporation; and, share ratably in all distributions of assets of the Corporation in the event of any voluntary or involuntary liquidation, or winding up of the affairs of the Corporation or any other distribution of assets, rights or property."

THIRD: These Articles of Amendment to the Articles of Incorporation were duly approved by unanimous consent of both the Board of Directors and the Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Amendment to be executed by its duly authorized officer this 10th day of August, 2007.

PEGASUS IMAGING CORPORATION

By: 

Name: John A. Berlin

Title: President & CEO