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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Falco Peregrinus, Inc

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DIVISION OF CORPORATION

Signature _____

Requested by: LS

Name

2/3/99 9:45

Date

Time

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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DIVISION OF STATE
CORPORATION

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**ARTICLES OF INCORPORATION
OF
FALCO PEREGRINUS , INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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The undersigned subscribers, being natural persons to contract, and for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be FALCO PEREGRINUS, Inc.

**ARTICLE TWO
PERIOD OF EXISTENCE**

This corporation shall have a perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

**ARTICLE THREE
PURPOSE**

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in any and all legal business under the Laws of the State of Florida, and of the United States of America, and to transact such business anywhere which the corporation may be authorized to transact such business.

**ARTICLE FOUR
CAPITAL STOCK**

This corporation is authorized to issue Two Hundred Fifty Million Shares (250,000,000) shares divided into 200,000,000 shares of common stock at no par value which shall be designated as "Common Stock" and 50,000,000 shares of preferred stock at no par value which shall be designated as "Preferred Stock".

ARTICLE FIVE PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE SIX INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 1012 Bramblewood Court, Safety Harbor, Florida 34695 and the name of the initial registered agent of this corporation is Charles V. Scott, whose office and mailing address is the same as the initial registered office address. The registered office and registered agent may be changed from time to time by the Board of Directors as authorized by law. The principal office address shall be the same.

ARTICLE SEVEN

This corporation will have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than two. The names and addresses of the initial directors of this corporation are:

Michael J. McKinney
PO Box 522.
Dunedin, Florida 34697-0522

Charles V. Scott
1012 Bramblewood Court
Safety Harbor, Florida 34695

ARTICLE EIGHT INCORPORATORS

The names and addresses of the incorporators are as follows:

Michael J. McKinney
PO Box 522.
Dunedin, Florida 34697-0522

Charles V. Scott
1012 Bramblewood Court
Safety Harbor, Florida 34695

ARTICLE NINE MEETINGS

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone, as provided by law.

ARTICLE TEN ACTIONS BY WRITTEN CONSENT

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE ELEVEN INDEMNIFICATION

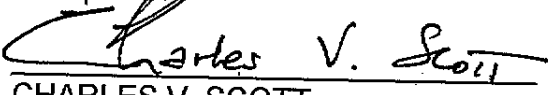
This corporation shall indemnify any officer or director, or any former officer or director to the fullest extent permitted by law.

ARTICLE TWELVE AMENDMENTS AND REVISIONS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation in duplicate on this 2nd day of February, 1999.


MICHAEL J. MCKINNEY
Incorporator

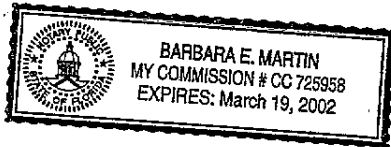

CHARLES V. SCOTT
Incorporator

STATE OF FLORIDA:
COUNTY OF PINELLAS:

(Per) BEFORE ME, personally appeared Michael J. McKinney and Charles V. Scott, to me known, and well known to me to be the persons described in and who have executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the uses and purposes therein expressed. *Who presented U.S. Passport and driver license as identification.*

Barbara E. Martin

NOTARY



STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT
OF REGISTERED AGENT AND DESIGNATION OF REGISTERED
OFFICE

Pursuant to Sections 48.091 and 607.034, Florida Statutes, The Florida Business Corporation Act, the following is submitted in compliance with said Act:

First, FALCO PEREGRINUS, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, at the City of Safety Harbor, County of Pinellas, State of Florida, has named Charles V. Scott, 1012 Bramblewood Court, Safety Harbor, Florida 34695, as its Registered Agent.

ACKNOWLEDGMENT:

On this 2nd day of February 1999, 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 to act as registered agent and agree to comply with the above-referenced act and in accordance with the laws of Florida.

BY: Charles V. Scott
CHARLES V. SCOTT
Registered Agent

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DIVISION OF CORPORATIONS
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