

**CERTIFICATE
OF
INCORPORATION**

BUSINESS CORPORATIONS ACT

I Hereby Certify that PEGASUS LIFECARE INC. was incorporated under the Business Corporations Act on July 4, 2005 at 12:27 PM Pacific Time.

Issued under my hand at Victoria, British Columbia

On July 4, 2005



Liz Mueller

LIZ MUELLER

Registrar of Companies
Province of British Columbia
Canada