



THE UNITED STATES
CORPORATION
COMPANY

A99000001708

ACCOUNT NO. : 072100000032

REFERENCE : 415130 4372375

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 15, 1999

ORDER TIME : 11:49 AM

ORDER NO. : 415130-005

CUSTOMER NO: 4372375

CUSTOMER: Cecil Humphreys, Esq
GLANKLER BROWN GILLILAND CHASE
GLANKLER BROWN GILLILAND CHASE
1 Commerce Square
17th Floor
Memphis, TN 38103

200003016272--9
-10/18/99--01002--022
***1750.00 ***1750.00

200003016272--9
-10/18/99--01002--023
*****35.00 *****35.00

DOMESTIC FILING

NAME: CYPRESS RUN PROJECT INVESTORS,
LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 15 PM 3:55

RECEIVED

99 OCT 18 AM 9:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

~~5990000~~
599A-00050235 h/c
10/15/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 15, 1999

JANNA WILSON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: CYPRESS RUN PROJECT INVESTORS, LTD.
Ref. Number: W99000023872

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 18 AM 9:50

We have received your document for CYPRESS RUN PROJECT INVESTORS, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Registered Agent -- CSS -- MUST SIGN in Item 5.

Please note that we have RETAINED your \$1,785.00 payment.,

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

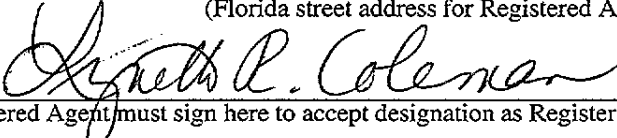
Letter Number: 499A00050009

RESUBMIT

Please give original
submission date as file date.

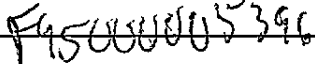
RECEIVED
99 OCT 18 PM 4:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Cypress Run Project Investors, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. c/o Whitney Management Corp.
8588 Katy Freeway, Suite 240, Houston, TX 77024
(Business address of Limited Partnership)
3. Corporation Service Company
(Name of Registered Agent for Service of Process)
4. 1201 Hays Street, Tallahassee, FL 32301-2636
(Florida street address for Registered Agent)
5.  **Lynette Coleman**
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process) **as its agent**
6. c/o Whitney Management Corp.
8588 Katy Freeway, Suite 240, Houston, TX 77024
(Mailing Address of the Limited Partnership)

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 OCT 18 AM 9:50

7. The latest date upon which the Limited Partnership is to be dissolved is: 12-31-2050
8. Name(s) of general partner(s): _____ Street address: _____

Cypress Run Project Investors, Inc. c/o Whitney Management Corp.
 8588 Katy Freeway, Su. 240
Houston, TX 77024

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 14th day of October, 19 99.

Signature of all general partners:

Cypress Run Project Investors, Inc.

By: 

General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
99 OCT 18 AM 9:50

The undersigned constituting all of the general partners of Cypress Run Project
Investors, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,850,000.00.

Signed this 14th day of October, 19 99.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

Cypress Run Project Investors, Inc.

By: [Signature]

Title: President
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner