Florida Department of State Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0383

From: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.

Account Number : 075471001363 Phone : (305)374-5600 Fax Number : (305)374-6095 SECRETARY OF STATE

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01VISION OF CORPORATION

LIMITED LIABILITY COMPANY

CYPRESS HOLDINGS, LLC

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\$155.00

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Corporate Filing

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ARTICLES OF ORGANIZATION OF CYPRESS HOLDINGS, LLC

ARTICLE I - Name:

The name of the limited liability company is Cypress Holdings, LLC (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is:

350 East Las Olas Boulevard Suite 1420 Fort Lauderdale, Florida 33301

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the street address of the registered agent for the Company is:

American Information Services, Inc. One Southeast Third Avenue, 28th Floor Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, I hereby accept the appointment as registered agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent as provided for in the Chapter 608, Florida Statutes.

American Information Services, Inc.

Neryot. Toledo, Assistant Secretary

Registered Agent's Signature

Article IV - Management:

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Dated as of April _____, 2002.

Marshall R Burack, Esq., Authorized Representative of a Membe