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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

The Cypress Master Association, Inc.

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DIVISION OF CORPORATION

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D. A. WHITE



September 3, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MACFARLANE FERGUSON & MCMULLEN

SUBJECT: THE CYPRESS MASTER ASSOCIATION, INC.
REF: W08000040859

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
THE CYPRESS MASTER ASSOCIATION, INC.
a corporation not for profit**

**Article I
NAME OF CORPORATION**

The name of the corporation is The Cypress Master Association, Inc., a corporation not for profit organized under Chapter 617 of the Florida Statutes (the "Corporation").

**Article II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be 12570 Telecom Drive, Temple Terrace, Florida 33637.

**Article III
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 201 North Franklin Street, Suite 2000, Tampa, Florida 33602, and the name of the Corporation's registered agent at that address is Ellen Macfarlane, Esq.

**Article IV
PURPOSE AND POWERS OF THE CORPORATION**

This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is organized and for which it is to be operated are to provide for maintenance, operation, repair, preservation, and care of the Common Areas described in the Declaration of Easements, Covenants and Restrictions for The Cypress to be recorded in the Public Records of Hillsborough County, Florida, and as the same may be further amended from time to time as therein provided (collectively the "Declaration"), to maintain, improve and enhance the Property (as defined in the Declaration) and to improve and enhance the attractiveness, desirability and safety of the Property. In connection therewith, the Corporation shall have the following powers:

To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration.

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To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Corporation or any other person affiliated with the Corporation pursuant to the terms of the Declaration; to pay all expenses in connection therewith; and to pay all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation.

To accept title to any property and improvements transferred to the Corporation by the Declarant under the Declaration, together with the duty and obligation to perform all administrative functions associated therewith, provided that such functions are not inconsistent with the terms of the Declaration, these Articles of Incorporation or the Bylaws of the Corporation.

To acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation.

To obtain insurance as permitted pursuant to the Declaration.

To participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of members holding not less than three-quarters (3/4) of the total votes of the Corporation.

To adopt, amend, repeal and enforce rules and regulations as may be deemed necessary or desirable for the implementation of the Declaration, the operation of the Corporation, and the use and enjoyment of the Common Areas (each as defined in the Declaration). Any such rules and regulations shall be reasonably and uniformly applied.

To retain, hire, discharge, and pay for the services of agents and independent contractors for management, legal, accounting and other services as may be necessary or desirable in connection with the performance of any duties or the exercise of any powers of the Corporation; provided, however, that the Corporation shall remain ultimately responsible for the performance and exercise of its duties, powers and functions in accordance with the Declaration, these Articles of Incorporation and the Bylaws of the Corporation. The Corporation may not hire, retain, employ or engage employees.

To have and to exercise any and all powers, rights and privileges which a corporation organized under Florida law, including Chapter 617, Florida Statutes, by law may now or hereafter have or exercise.

To levy and collect adequate assessments against members of the Corporation pursuant to the Declaration.

To sue and be sued in the name of the Corporation.

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To operate and maintain the Surface Water Management System Facilities (as defined in the Declaration).

To take any other action necessary for the purposes for which the Corporation is organized.

Article V
MEMBERS

Every person or entity who is, from time to time, an Owner (as defined in the Declaration), shall be a Member in the Corporation. There shall be one (1) membership in the Corporation for each Parcel within the Property. The person or entity who constitutes the Owner of a Parcel shall automatically be the holder of the membership interest in the Corporation appurtenant to that Parcel, and such membership shall automatically pass with fee simple title to the Parcel. Membership in the Corporation shall not be assignable separate and apart from fee simple title to a Parcel (except as may specifically be permitted in the Declaration). The foregoing shall not include persons or entities who hold an interest merely as security for the performance of an obligation.

Article VI
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a board of directors (the "Board"). The number of directors shall be as set forth in the Bylaws, but in no event shall there be fewer than three (3) directors at any time. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Gordon Comer	12570 Telecom Drive Temple Terrace, Florida 33637
Kathleen Comer	12570 Telecom Drive Temple Terrace, Florida 33637
Derrick Comer	12570 Telecom Drive Temple Terrace, Florida 33637

Article VII
DISSOLUTION

The Corporation may be dissolved upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than three-quarters (3/4) of the total votes of the Corporation. Upon dissolution of the

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Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency or to any non-profit corporation, association, trust, or other organization to be used for purposes similar to those for which this Corporation was created, including but not limited to, the control or right of access to the property containing the Surface Water Management System Facilities, which shall be conveyed or dedicated to an appropriate governmental unit or public utility, and if not accepted, then the Surface Water Management System Facilities shall be conveyed to a non-profit corporation similar to the Corporation.

Article VIII
DURATION

The existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Corporation shall exist perpetually.

Article IX
AMENDMENTS

The Corporation shall have the right to amend these Articles of Incorporation at any time upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than three-quarters (3/4) of the total votes of the Corporation. Amendments may be proposed by resolution approved by a majority of the Board; provided, however, that no amendment shall make any changes in the qualifications for members nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Parcels. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform to the same.

Article X
BYLAWS

The Bylaws of the Corporation shall be adopted by a two-thirds (2/3) vote of the Board at the first meeting of Directors (or by written corporate action executed by all the Directors), and may be altered, amended or rescinded thereafter in the manner provided therein.

Article XI
INCORPORATOR

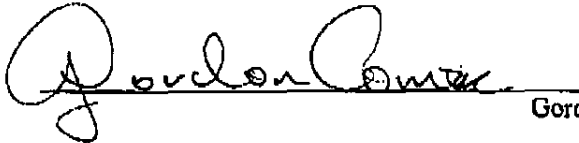
The name and address of the incorporator is:
The Cypress of Tampa, LLC
12570 Telecom Drive
Temple Terrace, Florida 33637

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IN WITNESS WHEREOF, the undersigned, being the Incorporator of the The Cypress Master Association, Inc. have hereunto set her hand and seal for the purposes herein expressed, this 2nd day of September, 2008.

THE CYPRESS OF TAMPA, LLC

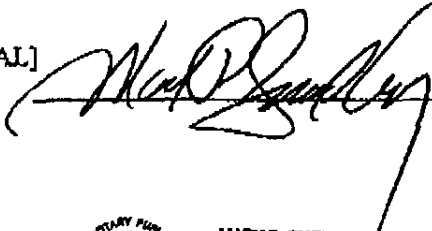


Gordon Comer, Manager

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2 day of September, 2008 by Gordon comer, a member of the Board of Directors of the The Cypress Master Association, Inc., a Florida corporation on behalf of such entity. He/she ☒ is personally known to me or [] has produced _____ as identification.

[SEAL]



Notary Public



MARK P. SMEDLEY
MY COMMISSION # DD 791381
EXPIRES: August 2, 2012
Bonded thru Bright Notary Services

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this 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 duties and obligations of my position as registered agent.

Dated this 2nd of September, 2008.



Ellen Macfarlane, Registered Agent

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