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BERG & WHEELER, P.A.

ATTORNEYS AT LAW
JEFFREY BUILDING
217 EAST ROBERTSON STREET
BRANDON, FLORIDA 33511

ELIZABETH S. WHEELER*
RICHARD F. WHEELER
WALTER H. BERG, JR.
(RETIRED)

January 25, 2000

TELEPHONE
(813) 685-0050
FACSIMILE
(813) 685-0369

*BOARD CERTIFIED IN APPELLATE PRACTICE

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

200003121292--9
-02/02/00--01090--011
*****78.75 *****78.75

Re: Cypress Enterprises, Inc.

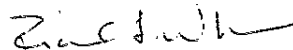
Dear Sir or Madam:

With regard to the above-referenced corporation, enclosed are the articles of incorporation, along with an additional copy for certification. Also enclosed is this firm's check in the amount of \$78.75, in payment of the following fees:

Filing fee for the articles	\$ 35.00
Designation of and acceptance of	
resident agent	35.00
One certified copy of articles	
of incorporation	8.75
	<u>\$ 78.75</u>

Thank you for your assistance in this matter.

Very truly yours,



Richard F. Wheeler

RFW/tlp
Enclosures
a:\cypress\secretary.sta

FILED
2000 FEB -2 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

2000 FEB -2 PM 3: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CYPRESS ENTERPRISES, INC.

ARTICLE I. NAME

The name of the corporation is CYPRESS ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 3411 Bent Oak Street, Valrico, Florida 33594, and the corporation's mailing address is the same.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, having a par value of One Dollar (\$1.00) per share. There shall be only one class of stock.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3411 Bent Oak Street, Valrico, Florida 33594, and the name of the initial registered agent of the corporation at this address is Stephen R. Vance.

ARTICLE V. INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be fewer than one. The name and address of the directors of this corporation are:

Stephen R. Vance
3411 Bent Oak Street
Valrico, Florida 33594

Christopher L. Daniel
3806 Hollister Place
Brandon, Florida 33511

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles are:

Stephen R. Vance
3411 Bent Oak Street
Valrico, Florida 33594

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation on this 24th day of January, 2000.

Stephen R. Vance
Stephen R. Vance

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 24th day of January, 2000, by Stephen R. Vance, who is personally known to me or who has presented N/A as identification.

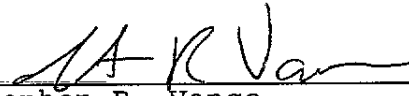
Lisa J. Radziewicz
Notary Public, State of Florida
LISA J. RADZIEWICZ
(Printed name of notary)
My Commission Expires:



Lisa J. Radziewicz
MY COMMISSION # CC676063 EXPIRES
September 29, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

THE UNDERSIGNED, Stephen R. Vance, hereby agrees to serve as Registered Agent for CYPRESS ENTERPRISES, INC., until further notice.



Stephen R. Vance

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2000 FEB -2 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA