

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : STONEBURNER BERRY & SIMMONS, P.A.
Account Number : I20010000084
Phone : (904) 354-8888
Fax Number : (904) 354-5214

FLORIDA PROFIT CORPORATION OR P.A.

Cypress Management, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

ARTICLES OF INCORPORATION
OF
CYPRESS MANAGEMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
Name of Corporation

The name of the corporation is **CYPRESS MANAGEMENT, INC.**

ARTICLE II
Commencement And Duration of
Corporate Existence

Corporate existence shall commence on the date the Articles are filed by the Department of State and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III
Corporate Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The corporation shall have authority to issue one thousand (1,000) shares of Capital Stock with a par value of \$.01 per share. The shares of the corporation are not to be divided into classes.

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ARTICLE V
Principal Office

The principal office and mailing address of the corporation is:

309 Pablo Road
Ponte Vedra Beach, Florida 32082

ARTICLE VI
Registered Office And Agent

The street address in Florida of the corporation's initial registered office and initial registered agent is:

Stoneburner Berry & Simmons, P.A.
841 Prudential Drive, Suite 140
Jacksonville, Florida 32207

ARTICLE VII
Indemnification

The corporation shall indemnify any present or future officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII
By-Laws


The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX
Incorporators

The name and address of the incorporator is as follows:

Name	Address
Joelle J. Dillard	841 Prudential Drive, Suite 140 Jacksonville, Florida 32207

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 14th day of May, 2003.



Joelle J. Dillard
Incorporator

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DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That **CYPRESS MANAGEMENT, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business in Ponte Vedra Beach, Florida, has named Stoneburner Berry & Simmons, P.A., located at 841 Prudential Drive, Suite 140, Jacksonville, Florida 32207, as its agent to accept service of process within Florida.

CYPRESS MANAGEMENT, INC.

By: Joelle J. Dillard
Joelle J. Dillard
Incorporator
Dated: 5/14/2003

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties. In addition, the undersigned hereby acknowledges that it is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

STONEBURNER BERRY & SIMMONS, P.A.

By: Stephen J. Simmons
Is: VICE - PRESIDENT
Dated: 5/14/2003