

**Electronic Articles of Incorporation
For**

**P03000096479
FILED
September 03, 2003
Sec. Of State**

CEDAR POINTE MANAGEMENT, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CEDAR POINTE MANAGEMENT, INC.

Article II

The principal place of business address:

5409 TEMPLE PALMS AVE.
TAMPA, FL. 33617

The mailing address of the corporation is:

C/O PAUL R. DURR
1777 S. HARRISON ST. SUITE P309
DENVER, CO. 80210

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

JOEL MARGULES ATTY
721 GEORGIA AVE.
PANAMA CITY, FL. 32404

I certify that I am familiar with and accept the responsibilities of registered agent.

P03000096479
FILED
September 03, 2003
Sec. Of State

Registered Agent Signature: JOEL MARGULES, ATTY

Article VI

The name and address of the incorporator is:

PAUL R. DURR
1777 S. HARRISON ST. SUITE P309
DENVER, CO 80210

Incorporator Signature: PAUL R. DURR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JOHN L BAILEY
21 W CHURCH ST
MASCOUTAH, IL. 62258

Title: D
JOHN L BAILEY
21 W CHURCH ST
MASCOUTAH, IL. 62258