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FLORIDA PROFIT/NON PROFIT CORPORATION
Cypress Group Holdings, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
CYPRESS GROUP HOLDINGS, INC.**

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

ARTICLE I

The name of the Corporation shall be Cypress Group Holdings, Inc.

ARTICLE II

The Corporation's initial place of business and mailing address shall be 13901 Sutton Park Drive South, Jacksonville, FL 32224.

ARTICLE III

The general nature of the business to be transacted by the Corporation shall be any permissible under the laws of the United States of America and the State of Florida.

ARTICLE IV

The total number of shares authorized to be issued by the Corporation shall be 10,000,000:

A. Common Stock. The Corporation shall have authority to issue up to an aggregate of 7,000,000 shares of common stock, \$0.01 par value. The common stock shall have unlimited voting rights.

B. Preferred Stock. The Corporation shall have authority to issue up to an aggregate of 3,000,000 shares of preferred stock, par value \$0.01. The Board of Directors of the Corporation shall be empowered, to divide any and all shares of the preferred stock into classes or series and to fix and determine the relative rights and preferences of the shares of any class or series so established in accordance with Section 607.0602, *Florida Statutes*, including:

(i) the distinctive designation of such class or series, and the number of shares which shall constitute such class or series;

(ii) the rate of dividends payable on shares of such class or series, whether dividends shall be cumulative or non-cumulative, and conditions upon which and the date when such dividends

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shall be accumulated on all shares of such class or series issued prior to the record date for the first dividend of such class or series;

(iii) the time or times when and the price or prices at which shares of such class or series shall be redeemable at the option of the holder or of the Corporation and the sinking fund provisions, if any, for the purchase or redemption of such shares;

(iv) the amount payable on shares of such class or series in the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether all or a portion is paid before any amount is paid on the common stock;

(v) the rights, if any, of the holders of shares of such class or series to convert such shares into, or exchange such shares for, shares of common stock or shares of any other class or series of preferred stock and the terms and conditions of such conversion or exchange; and

(vi) whether the shares of such class or series have voting rights and the extent of such voting rights, if any.

The Board of Directors shall have the power to reclassify any unissued shares of any class or series of preferred stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption, including but not limited to, but subject to the limitations described in, the above provisions.

ARTICLE V

The term for which said Corporation shall exist shall be perpetual.

ARTICLE VI

The number of directors shall not be fewer than 2. A majority of the full board of directors or of the shareholders may, at any time during the year following the annual meeting of shareholders, increase the number of directors by not more than 2 directors, and appoint persons to fill resulting vacancies.

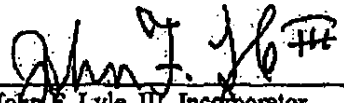
ARTICLE VII

The name of the Incorporator of the Corporation is John F. Lyle, III and his address is 11 N. Water Street, Suite 23200, Mobile, Alabama 36602.

ARTICLE VIII

The registered agent and the registered agent address for the Corporation are CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

I, the undersigned Incorporator, submit this document on this the 14th day of March, 2014, and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


John F. Lyle, III, Incorporator

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**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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 obligations of my position as registered agent.

CT CORPORATION SYSTEM

By:

Madonna Cudde
Madonna Cudde
Special Assistant Secretary

Date: 3-14, 2014

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