

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

JUN 24 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/24/96		
TIME	1:00		CK No. _____
BY	CD		

WALK-IN
Will Pick Up _____

RE: Cypress Trace - AMOCO Inc. No. 52602

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
U.S.		
Fictitious Name File	06/24/96	01052-021
Name Reservation	****122.50	****122.50
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
CYPRESS TRACE AMOCO INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, as particularly set forth in Chapter 607, Florida Statutes, as last amended, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is: **CYPRESS TRACE AMOCO INC.**

ARTICLE II. DURATION

The duration of the Corporation is perpetual.

ARTICLE III. PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act as last amended. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One dollar (\$1.00) per share.

FILED
26 JUN 24 PM 3:05
TALLAHASSEE, FLORIDA

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation at its initial registered office and the street address of the initial Registered Office of the Corporation is: **R. SCOTT BARKER, 12699 NEW BRITTANY BLVD, FORT MYERS, FLORIDA 33907**

ARTICLE VI. ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the corporation, which is the it's mailing address is: 7010 Cypress Terrace, Fort Myers, Florida.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is **JOE MESSINEO, 15010 Bridgeway Lane, Fort Myers, Florida 33912.**

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is as follows: **JOE MESSINEO, 15010 Bridgeway Lane, Fort Myers, Florida 33912.**

ARTICLE IX. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Any right conferred upon the Shareholders is also subject to this reservation of the right to amend or repeal

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and former Directors, to the full extent permitted by law.

ARTICLE XI. BYLAWS

The power to adopt, alter amend and repeal the Bylaws shall be vested in the Board of Directors of the Corporation, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 22 nd day of June, 1996.

STATE OF FLORIDA)
COUNTY F LEE)


JOE MESSINEO

The foregoing instrument was acknowledged before me this 22nd day of June 1996, by JOE MESSINEO who is personally known to me.

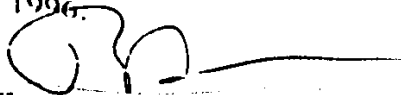

Notary Public

RICHARD S. BARKER
Notary Public, State of FL
Comm. No. CC 561876
My Comm. Expires 6/17/2000

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for CYPRESS TRACE AMOCO INC., at the place designated in the Articles of Incorporation, **R. Scott Barker**, the Registered Agent named in said Articles of Incorporation, agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes, as last amended, relative to keeping said office open.

DATED this 22th day of June 1996.


R. Scott Barker
Registered Agent for
CYPRESS TRACE AMOCO INC.

48.091 Corporations; designation of registered agent and registered office.

(1) Every Florida corporation and every foreign corporation now qualified or hereafter qualifying to transact business in this state shall designate a registered agent and registered office in accordance with chapter 607.

(2) Every corporation shall keep the registered office open from 10 a.m. to 12 noon each day except Saturdays, Sundays, and legal holidays, and shall keep one or more registered agents on whom process may be served at the office during these hours. The corporation shall keep a sign posted in the office in some conspicuous place designating the name of the corporation and the name of its registered agent on whom process may be served.

FILED
95 JUN 26 PM 3:05
TALLAHASSEE, FLORIDA