

P97000068237

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Via Mail:

Via Courier:

97 AUG -6 AM 8:51

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(904) 487- 6052

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
(904) 487- 6052

Subject: Cypress Development Group, Incorporated

500002259425--8
-08/06/97--01063--005
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 - Filing Fee

EFFECTIVE DATE
8-4-97

FROM: Mark Iwinski
13326 Highland Chase Place
Fort Myers, FL 33913
(941) 561-0287

P.S. An additional (third copy) of the articles of incorporation is enclosed. Please stamp this copy with the filing date and return it in the enclosed self-addressed stamped envelope. Thank you.

ef
8-7-97

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

EFFECTIVE DATE

8.4.97

The name of the corporation shall be: Cypress Development Group, Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13326 Highland Chase Place
Fort Myers, FL 33913

ARTICLE III SHARES

The corporation shall have authority to issue 100,000 shares of stock.

ARTICLE IV PREEMPTIVE RIGHTS

Each shareholder of the corporation, who is a shareholder on or before September 1, 1997, shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

- (1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation; or
- (2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE V REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mark Iwinski
13326 Highland Chase Place
Fort Myers, FL 33913

ARTICLE VI EFFECTIVE DATE

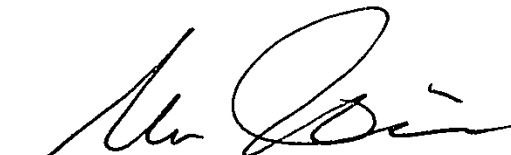
The effective date of these Articles of Incorporation shall be August 4, 1997.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

Mark Iwinski
13326 Highland Chase Place
Fort Myers, FL 33913

The undersigned incorporator has executed these Articles of Incorporation this 4th day of August, 1997.



Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

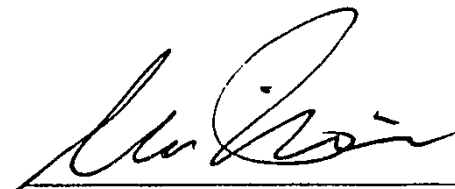
Pursuant to the provisions of section 607.0501, Florida Statutes, the corporation named below, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the corporation is: Cypress Development Group, Incorporated
2. The name and address of the registered agent and office is:

Mark Iwinski
13326 Highland Chase Place
Fort Myers, FL 33913

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.



Signature

8/4/97

Date