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CRYSTAL COLLINS SPENCER  
WARREN R. TODD

June 22, 1998

500002573705--2  
-06/26/98--01081--008  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Cypress Bay, Inc.

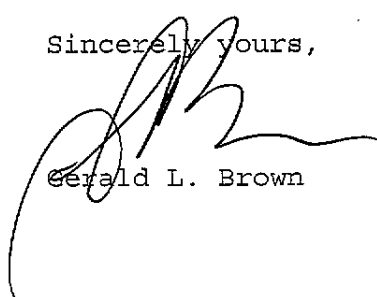
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of Cypress Bay, Inc. Our check in the sum of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	<u>35.00</u>
total	\$122.50

If you have any questions, please give me a call.

Sincerely yours,

  
Gerald L. Brown

GLB:las  
Enclosures

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98 JUN 26 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN 6-29-98

ARTICLES OF INCORPORATION

OF

CYPRESS BAY, INC.

ARTICLE ONE - NAME

The name of the corporation is CYPRESS BAY, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 601 S. Palafox Street, Pensacola, Florida 32501 with a mailing address of P.O. Box 12725, Pensacola, Florida 32575 and the name of the initial registered agent of this corporation at that address is Michael A. Blanton.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

name and address of the initial director(s) of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Michael A. Blanton	601 S. Palafox Street Pensacola, Florida 32501
Eric J. Nickelsen	601 S. Palafox Street Pensacola, Florida 32501
John S. Carr	601 S. Palafox Street Pensacola, Florida 32501
William Y. Lovelace, Jr.	601 S. Palafox Street Pensacola, Florida 32501

ARTICLE SEVEN - INCORPORATOR

The name and address of the person signing these Articles is Michael A. Blanton, 601 S. Palafox Street, Pensacola, Florida 32501.

ARTICLE EIGHT - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE NINE - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 24<sup>th</sup> day of June, 1998.

  
Michael A. Blanton, Subscriber

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this  
24 day of June, 1998 by Michael A. Blanton, who is personally  
known to me and who did not take an oath. (*Fla. Drivers License*)

Linda A. Smarr (SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

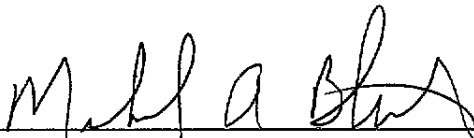
**CYPRESS BAY, INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First--that CYPRESS BAY, INC. desiring to organize under the laws  
of the State of Florida with its principal office, as indicated in the  
Articles of Incorporation at City of Pensacola, County of Escambia, State  
of Florida has named Michael A. Blanton located at 601 S. Palafox Street,  
Pensacola, Florida 32501, City of Pensacola, County of Escambia, State  
of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to  
act in this capacity, and agree to comply with the provision of said Act  
relative to keeping open said office.

  
Michael A. Blanton, Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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