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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

CYPRESS TRAIL HOLDINGS INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 16, 1999

EMPIRE

SUBJECT: CYPRESS TRAIL HOLDINGS INC.
REF: W99000026360

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THE DIRECTOR MUST BE AN INDIVIDUAL.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CYPRESS TRAIL HOLDINGS INC.

The undersigned Incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is CYPRESS TRAIL HOLDINGS INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States Of America and the State of Florida.

ARTICLE III - CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV - DURATION

The corporation is to exist perpetually commencing at the time of filing these Articles of Incorporation by the Department of State.

ARTICLE V - DIRECTORS

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but there shall never be more than four Directors. The name and street address of the initial Director of this corporation is: Dein

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P. Spriggs, 12265 169th Court, Jupiter, Fl. 33478.

ARTICLE VI

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: Dein P. Spriggs, 12265 169th Court, Jupiter, Fl. 33478.

ARTICLE VII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

ARTICLE VIII

BY-LAWS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the corporation.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 631 U.S. Highway One, Suite 404, North Palm Beach, Florida 33408, the initial Registered Agent of this corporation at that address is Timothy K. Anderson, Esq.

ARTICLE X

INITIAL CORPORATE OFFICE

The street address of the initial corporate office of this corporation is 12265 169th Court, Jupiter, FL. 33478.

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IN WITNESS WHEREOF, the undersigned being the Incorporator has executed these

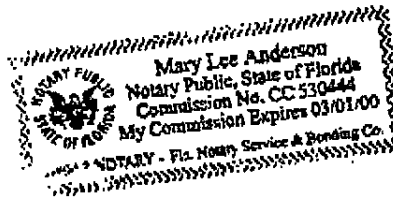
Articles of Incorporation.


Dein Spriggs, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing Articles of incorporation of Cypress Trail Holdings Inc. were acknowledged before me this 15th day of November, 1999, by Dein Spriggs, Incorporator.


NOTARY PUBLIC
My commission expires:



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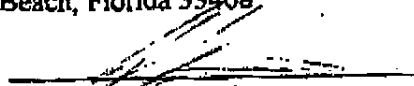
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

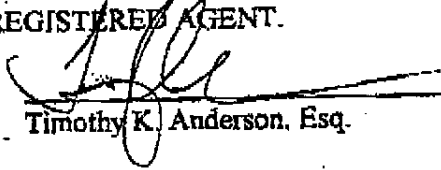
1. The name of the corporation is: CYPRESS TRAIL HOLDINGS INC.

2. The name and address of the registered agent and office is:
Timothy K. Anderson, Esquire
631 U.S. Highway One, Ste. 404
North Palm Beach, Florida 33408


Dein P. Spriggs, Director

DATE 11-15-99

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.


Timothy K. Anderson, Esq.

DATE 11-15-99

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