

**CERTIFICATE OF CHANGE OF
RESIDENT AGENT
FOR
CYPRESS, INC.**

The undersigned, being the President and Secretary of Cypress, Inc., a United States Virgin Islands corporation (the "Corporation"), pursuant to Chapter 1, Title 13, Section 54 of the Virgin Islands Code, hereby adopt the following resolutions by written consent in lieu of a meeting:

WHEREAS, the Corporation was duly formed in the United States Virgin Islands on November 22, 2011; and

WHEREAS, the physical address of the designated office of the Corporation is 9100 Havensight, Port of Sale, Suite 15-16, St. Thomas, U.S. Virgin Islands 00802. The physical address and mailing address of the designated office of the Corporation are the same; and

WHEREAS, the name and address of the current agent for service of process for the Corporation is Kellerhals Ferguson LLP, 9100 Havensight, Port of Sale, Suite 15-16, St. Thomas, U.S. Virgin Islands 00802; and

WHEREAS, the Corporation desires to change the agent for service of process; and

WHEREAS, the name and address of the new agent for service of process for the Corporation is Business Basics VI, LLC, 9100 Havensight, Port of Sale, Suite 15-16, St. Thomas, U.S. Virgin Islands 00802.

NOW THEREFORE BE IT:

RESOLVED, that the current agent for service of process of the Corporation, Kellerhals Ferguson LLP, hereby resigns as agent for service of process for the Corporation; and it is further

RESOLVED, that the Corporation hereby appoints, Business Basics VI, LLC, as the new agent for service of process for the Corporation; and it is further

RESOLVED, that the physical and mailing address for the new agent for service of process, Business Basics VI, LLC, is 9100 Havensight, Port of Sale, Suite 15-16, St. Thomas, U.S. Virgin Islands 00802.

[signature page follows]

