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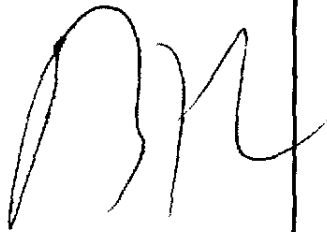
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(Business Entity Name)

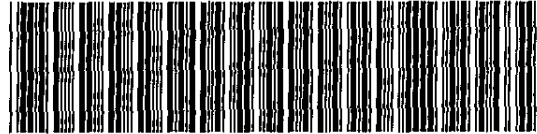
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 188331 9360A

AUTHORIZATION :

Patricia Kyzio

COST LIMIT : \$ 125.00

ORDER DATE : February 7, 2005

ORDER TIME : 11:28 AM

ORDER NO. : 188331-005

CUSTOMER NO: 9360A

CUSTOMER: Herb Elliott, Esq
Herb Elliott, Esq

623 East Tarpon Avenue

Tarpon Springs, FL 34689

FILED
FEB - 8 PM 11:00
TARAPON SPRINGS
FLORIDA

DOMESTIC FILING

NAME: STRATFORD REALTY, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
STRATFORD REALTY, L. L.C.

FILED
05 FEB -8 PM 4:00
JENNIFER L. HALL
TALLAHASSEE, FLORIDA

These Articles of Organization of Stratford Realty, L.L.C., are being duly executed and filed to form a limited liability company pursuant to the Florida Limited Liability Company Act (the "Act").

ARTICLE I

Name

The name of the limited liability company (the "Company") formed hereby is:

STRATFORD REALTY, L.L.C.

ARTICLE II

Address of Principal Office

The mailing and street address of the Company's principal place of business in the State of Florida is Innisbrook Resort, Unit 2475, 36750 US 19, Palm Harbor, FL 34684.

ARTICLE III

Date of Existence and Duration

The duration of the Company shall begin at date hereof and continue perpetually.

ARTICLE IV

Address of Registered Office

The address of the initial registered office of the Company is 623 E. Tarpon Avenue, Tarpon Springs, FL 34689, and the name of its initial registered agent at such address is Herbert Elliott, Attorney at Law.

ARTICLE V

Management

The Company will be managed by a member-manager, who shall act as "Manager" pursuant to the Act. Subject to any restrictions imposed by law of the Regulations of the Company, the Manager may exercise all of the powers of a "Manager" under the Act. Any action by the Manager shall be deemed to be an action by the Managers of the Company for the purposes of the Act or otherwise. The name and address of each initial Manager of the Company (who shall serve until the initial meeting of the Members of the Company, or until such time as such director's successor is elected or appointed and qualified, or, if earlier, until such director's death, resignation, or removal from office) are as follows:

Peter Hyde

Box 1010, 89 Lorne Avenue E., Stratford, ON, Canada N5A 6W4

ARTICLE VI

Admission of Additional Members

New Members may be admitted to the Company only with the unanimous consent of the Board of Directors. A newly admitted Member will execute all documents necessary to complete the admission, including acceptance and adoption by the New Member of the provisions of these Articles of Organization, and such other documents as necessary to reflect the admission of the New Member. New Members shall be entitled to all of the same rights and privileges as original Member. The terms of such admission and the capital contributions of newly admitted members will be determined by the existing Members.

ARTICLE VII

Members' Rights to Continue Business

In the event there is more than one Member, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the surviving and/or remaining Member(s) shall have the right to continue the Company or to terminate and liquidate the Company.

ARTICLE VIII

Less Than Unanimous Vote

Any action required by the Act or the Florida General Corporation Act to be taken at any annual or special meeting of Members may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interest entitled to vote on the action were present and

IN WITNESS WHEREOF, the undersigned Managers or authorized representative of a Member has executed these Articles of Organization on February 7, 2005.



Herbert Elliott
Attorney for Peter Hyde

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Company, at the place designated in these Articles of Organization, 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.

Dated: February 7, 2005.



Herbert Elliott