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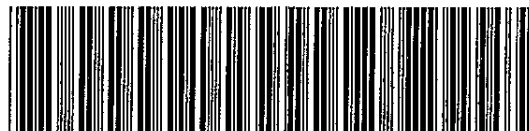
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**WILSON, FORD & LOVELACE, P.A.**

**ATTORNEYS AT LAW**

ROBERT W. WILSON  
EDWIN I. FORD\*  
WILLIAM K. LOVELACE  
\*OF COUNSEL      \*LLM. IN TAXATION

401 S. LINCOLN AVE.  
CLEARWATER, FLORIDA 33756  
TELEPHONE (727) 446-1036  
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ESTATE PLANNING & ADMINISTRATION  
TAX, CORPORATION & BUSINESS LAW  
REAL PROPERTY LAW

February 16, 2005

**VIA AIRBORNE EXPRESS**

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Organization for the following Articles of Organizations for filing:

ALLEY CAT 1, LLC  
ALLEY CAT 2, LLC  
ALLEY CAT 3, LLC  
ALLEY CAT 4, LLC  
ALLEY CAT 5, LLC

In addition, I have enclosed my check payable to the Secretary of State in the amount of \$625.00 for the filing fee (\$125.00 for each).

Thank you for your assistance with this matter.

Very truly yours,



William K. Lovelace

WKL:dkg  
Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION**

**OF**

**ALLEY CAT 3, LLC**

**a Florida Limited Liability Company**

**ARTICLE I  
NAME**

The name of this Limited Liability Company is ALLEY CAT 3, LLC (the "Company").

**ARTICLE II  
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III  
ADDRESS**

The mailing and street address of the Company's principal place of business is 401 South Lincoln Avenue, Clearwater, Florida 33756.

**ARTICLE IV  
DURATION**

The Company's existence shall commence on the filing of these Articles with the Secretary of State, and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

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## **ARTICLE V MANAGEMENT**

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company.

## **ARTICLE VI MEMBER**

The name and address of the Memebers is as follows:

Sir Real Investments, LLC  
401 South Lincoln Avenue  
Clearwater, Florida 33756

## **ARTICLE IX ADOPTION OF OPERATING AGREEMENT**

The members shall adopt Operating Agreement for the Company, which Operating Agreement may contain any provision for the regulations and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

## **ARTICLE X AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

## **ARTICLE XI INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 401 S. Lincoln Ave., Clearwater, Florida 33756. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as WILLIAM K. LOVELACE. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned Manager or authorized representative of the member this 10th day of February, 2005.

AUTHORIZED REPRESENTATIVE  
OF SIR REAL INVESTMENTS, LLC:

William K. Lovelace  
WILLIAM K. LOVELACE, ESQUIRE

STATE OF FLORIDA       )  
COUNTY OF PINELLAS   )

The foregoing instrument was acknowledged before me this 10th day of February, 2005 by WILLIAM K. LOVELACE, as Authorized Representative of SIR REAL INVESTMENTS, LLC, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

Donna Kelley Gray  
Notary Public, State of Florida  
My Commission Expires:  
DONNA KELLEY GRAY  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD111397  
EXPIRES 04/23/2006  
BONDED THRU 1-888-NOTARY1

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TALLAHASSEE, FLORIDA

### ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article X of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

William K. Lovelace, Esquire  
401 S. Lincoln Ave.  
Clearwater, Florida 33756

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

  
WILLIAM K. LOVELACE, ESQUIRE

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