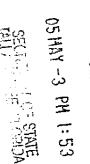
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TRANSMITTAL LETTER

TO:

Registration Section

Division of Corporations

SUBJECT:

Silver Lining Capital Management, LLC

The enclosed Articles of Organization and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

Clark Hendricks 2611 Clark Road Hillsborough County Tampa, FL 33618

For further information concerning this matter, please call: Clark Hendricks at (813) 695-2631.

Fees submitted: \$130 - for Filing Fee and Certificate of Status

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

05 HAY -3 PH 1:53



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 26, 2005

CLARK HENDRICKS 2611 CLARK ROAD TAMPA, FL 33618

SUBJECT: SILVER LINING CAPITAL MANAGEMENT LLC

Ref. Number: W05000021058

We have received your document for SILVER LINING CAPITAL MANAGEMENT LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on April 21, 2005. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 405A00028693

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ARTICLES OF ORGANIZATION for FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is Silver Lining Capital Management, LLC.

ARTICLE II INITIAL PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is:

2611 Clark Road Tampa, FL 33618

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE:

The name and the Florida street address of the registered agent are:

Clark Hendricks 2611 Clark Road Hillsborough County Tampa, FL 33618

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate 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 as provided for in Chapter 608, F.S..

Registered Agent's Signature

ARTICLE IV MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager or Managing Member is as follows:

Title MGRM Name and Address Clark Hendricks 2611 Clark Road Tampa, FL 33618 MGR

Nicholas Plaskay

2305 S San Jose Circle Tampa, FL 33629-6439

MGR

Lisa R. Weiss

86 Ladoga Avenue Tampa, FL 33606-3833

MGR

William N. Holt

16418 Birkdale Drive Odessa, FL 33556-2805

MGR

Gene Shaw

8432 Boxwood Drive Tampa, FL 33615

ARTICLE V

The effective date of this organization is mAY 4, 2005.

REQUIRED SIGNATURE:

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Lisa R. Weiss, Member

86 Ladoga Avenue Tampa, FL 33606

April 4, 2005

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional).