

Division of Corporations

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Division of Corporations
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To:

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Fax Number : (850) 205-0383

From:

Account Name : EMMANUEL SHEPPARD & CONDON
Account Number : 072720000035
Phone : (850) 433-6581
Fax Number : (850) 434-7163

FLORIDA/FOREIGN LIMITED LIABILITY CO.**SRS1, LLC**

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| Certificate of Status | 0 |
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June 23, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMMANUEL SHEPPARD & CONDON

SUBJECT: SRS1, LLC
REF: W06000028599

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

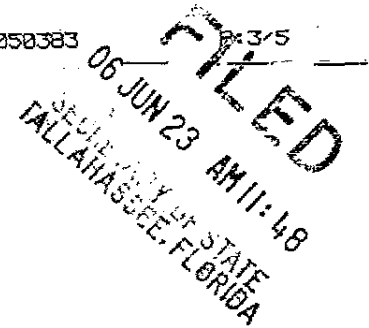
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If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod
Document Specialist

FAX Aud. #: B06000164641
Letter Number: 206A00041992

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**ARTICLES OF ORGANIZATION
OF
SRS1, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Section 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

**ARTICLE I
NAME**

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is SRS1, LLC.

**ARTICLE II
ADDRESS**

The Company's street address of its principal place of business in Florida is 2701 Del Mar Drive, Gulf Breeze, Florida 32563, and its mailing address is 2701 Del Mar Drive, Gulf Breeze, Florida 32563, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE III
MANAGEMENT**

The business of the Company shall be managed by a manager. The initial Manager shall be CAPITAL RESOURCES HOLDINGS INC., whose street and mailing address is 2701 Del Mar Drive, Gulf Breeze, Florida 32563.

**ARTICLE IV
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

**ARTICLE V
OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the operating agreement of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. The operating agreement adopted by the members or by the manager may be repealed or altered, a new operating agreement may be adopted by the members, and the members may

Gerald L. Brown
Emmanuel, Sheppard & Condon
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prescribe in any operating agreement made by them that such regulation may not be altered, amended or repealed by the manager.


ARTICLE VI
AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

ARTICLE VII
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office of the company are: Rolland G. Divin at 2701 Del Mar Drive, Gulf Breeze, Florida 32563.

The undersigned, being an original member of the Company, hereby acknowledge that, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Rolland G. Divin, Authorized Representative

Dated: 6/22/06

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the State of Florida.

1. The name of the limited liability company is SRS1, LLC.
2. The name and street address of the registered agent and registered office are: ROLLAND G. DIVIN, 2701 Del Mar Drive, Gulf Breeze, Florida 32563.

SRS1, LLC

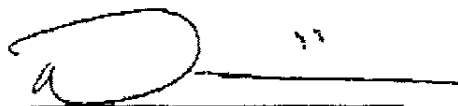
By: 

ROLLAND G. DIVIN

Its: Authorized Representative

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, 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: June 22, 2006.


ROLLAND G. DIVIN
Registered Agent

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