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OFFICE
MICHAEL H. MALE
PROFESSIONAL ASSOCIATION
SUITE 303
3250 MARY STREET
MIAMI, FLORIDA 33133

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PLEASE REFER
TO FILE NO.

August 12, 2002

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***155.00 ***155.00

Secretary of State
Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir/Madam:

I am enclosing two copies of Articles of Organization for Digital Sail, LLC, for filing with the Secretary of State. Please return one copy of the Articles to this office once they have been filed.

I am also enclosing a check in the amount of \$155.00 to cover the \$125.00 filing fee and \$30.00 charge for a certified copy of the Articles.

If anything further is required, please contact me as soon as possible.

Thank you.

Very truly yours,


Jenai Thomsen, Legal Assistant to
MICHAEL H. MALE

Enclosures

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TC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF ORGANIZATION
OF
DIGITAL SAIL, LLC**

Article I - Name

The name of the Limited Liability Company is **DIGITAL SAIL, LLC.**

Article II - Address

The mailing address and street address of the principal office of the Limited Liability Company is **3250 Mary Street, Suite 303, Miami, Florida 33133.**

Article III - Duration

The period of duration for the Limited Liability Company shall be from the date of filing of these Articles until **December 31, 2051.**

Article IV - Management

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such initial managers who is/are to serve as manager(s) is/are:

**Terrence Peck
3250 Mary Street
Suite 303
Miami, Florida 33133**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Article V - Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as stated in the Operating Agreement.

Article VI - Members Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as stated in the Operating Agreement.



Signature of a member or an authorized
Representative of a member
Print name: **Michael H. Male**

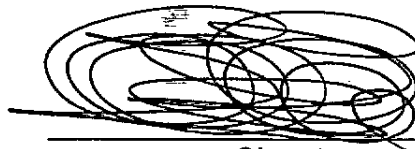
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **DIGITAL SAIL, LLC.**
2. The name and the Florida street address of the registered agent are:

**Michael H. Male, Esq.
Michael H. Male, P.A.
3250 Mary Street, Suite 303
Miami, Florida 33133**

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA