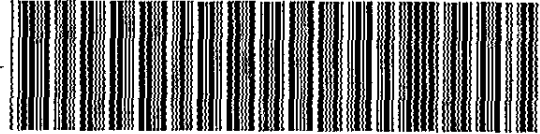


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(Requestor's Name)

LAW OFFICES
WALLACE BAUMAN LEGON
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1111 BRICKELL AVENUE
SUITE 2150
MIAMI, FLORIDA 33131



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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

OF

DIGITAL SKY, L.L.C.
A Limited Liability Company

The undersigned does hereby execute, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be:

DIGITAL SKY, L.L.C.

ARTICLE II

The general purpose for which this limited liability company is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III

The initial mailing and street address of the principal office of this limited liability company shall be:

1111 Brickell Avenue, Suite 2150
Miami, FL 33131

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company are as follows:

Bryan W. Bauman, Esq.
1111 Brickell Avenue, Suite 2150
Miami, Florida 33131

ARTICLE V

The name and address of each managing member of the limited liability company is as follows:

Blue Sky Partners, LLC
Main Street
P. O. Box 556
Charlestown, Nevis

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TALLAHASSEE FLORIDA

ARTICLE VI

The limited liability company shall indemnify and/or insure each such person described in Florida Statutes Section 608.4229 to the fullest extent permitted by law, now existing or hereinafter enacted.

IN WITNESS WHEREOF, these Articles of Organization have been executed this 15th day of October, 2003.



BRYAN W. BAUMAN
Authorized Representative

CERTIFICATE OF REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated above, 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes

 (SEAL)
BRYAN W. BAUMAN, Registered Agent