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LLC

1.)

The Electric Sandbox, LLC

(CORPORATE NAME & DOCUMENT #)

2.)

(CORPORATE NAME & DOCUMENT #)

3.)

(CORPORATE NAME & DOCUMENT #)

4.)

(CORPORATE NAME & DOCUMENT #)

5.)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
04 JUN -3 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
THE ELECTRIC SANDBOX, LLC

FILED
04 JUN -3 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Organization, desiring to form a limited liability company pursuant to the Florida Limited Liability Act, Chapter 608, Florida Statutes, and being a natural person competent to contract, hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of the limited liability company is: **The Electric Sandbox, LLC** (the "Company").

ARTICLE II

The Company shall have perpetual duration, beginning on the date these Articles of Organization are filed in the Office of the Secretary of State of Florida.

ARTICLE III

The Company shall have all of the powers stated in the Florida Limited Liability Act, Chapter 608, Florida Statutes, as such chapter presently exists and may hereafter be amended.

ARTICLE IV

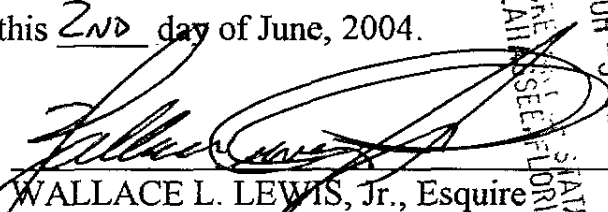
The street address and mailing address of the Company's initial principal office shall be: The Electric Sandbox, LLC, 550 Brickell Avenue, Penthouse 1, Miami, Florida 33131.

The Company's principal office may hereafter be at such other place or places as the members from time to time may determine.

ARTICLE V

The name of the initial registered agent of the Company shall be Wallace L. Lewis, Jr., Esquire, and the street address of the registered agent for service of process is: Wallace L. Lewis, Jr., Esquire, 550 Brickell Avenue, Penthouse 1, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization on this 2ND day of June, 2004.


WALLACE L. LEWIS, Jr., Esquire
550 Brickell Avenue, PH 1
Miami, Florida 33131

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared, WALLACE L. LEWIS, Jr., Esquire, who is known to me to be the person described as the member, and who executed the forgoing Articles of Organization as the member, and after being duly sworn, acknowledged before me that he has so subscribed to these Articles of Organization.

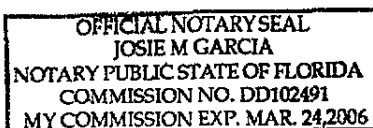
WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, on this 2ND day of June, 2004.


NOTARY PUBLIC - State of Florida

JOSIE M. GARCIA

Name of Notary Public - Printed

My commission expires:



**CERTIFICATE OF DESIGNATING ADDRESS FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

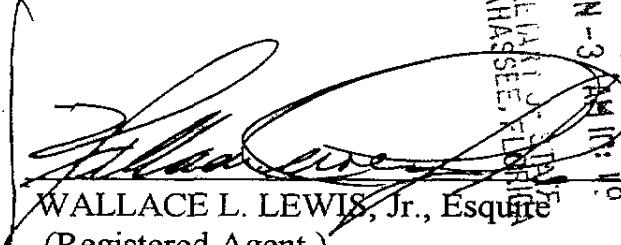
In Compliance with Florida Statutes, §608.415, the following is submitted in accordance with Florida law.

That **The Electric Sandbox, LLC**, desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Organization, at 550 Brickell Avenue, Penthouse 1, Miami, Florida 33131, has named **WALLACE L. LEWIS, Jr., Esquire**, of 550 Brickell Avenue, Penthouse 1, Miami, Florida 33131, to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept the position of registered agent for service of process, and agree to comply with the provisions of Florida law relative to that position.

Dated: 6/2/04


WALLACE L. LEWIS, Jr., Esquire
(Registered Agent.)

550 Brickell Avenue, PH 1
Miami, Florida 33131
Telephone: (305) 373-0066

FILED
04 JUN -3 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA