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DIVISION OF CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Is


**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Arts

1.) The Electric Sandbox, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

ARTICLES OF INCORPORATION
OF
THE ELECTRIC SANDBOX, Inc.

The undersigned Incorporator of these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is: The Electric Sandbox, Inc.

ARTICLE II

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share. Shares may be issued only for a par value of \$1.00 per share. Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

ARTICLE IV

This corporation shall have perpetual existence.

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TALLAHASSEE, FLORIDA

ARTICLE V

The Registered Agent for this Corporation and Registered Agent's address is:

Wallace L. Lewis, Jr., Esq.
550 Brickell Avenue, PH 1
Miami, Florida 33131

The initial principal office of this corporation is located at:

The Electric Sandbox, Inc.
550 Brickell Avenue, PH 1
Miami, Florida 33131

The mailing address for this corporation is:

The Electric Sandbox, Inc.
c/o Wallace L. Lewis, Jr., Esq.
550 Brickell Avenue, PH 1
Miami, Florida 33131

ARTICLE VI

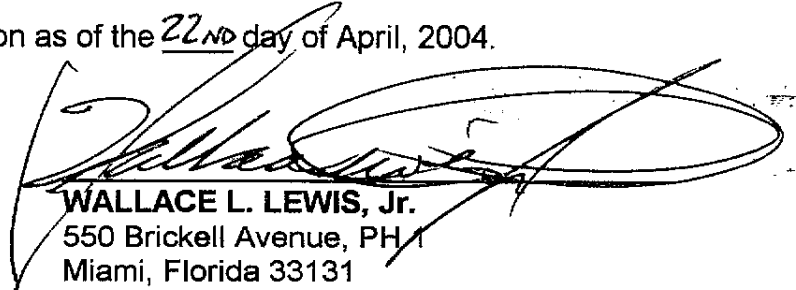
This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws duly adopted by the stockholders, but shall never be less than one. In the event the number of directors is increased from one, and a vote of the directors results in a tie vote, then the outcome of said vote will be resolved in accord with the provisions in this regard set forth in the by-laws of this corporation. The directors shall hold office until the first annual meeting of stockholders.

ARTICLE VII

The name of the initial director of this Corporation and his street address is as follows:

Wallace L. Lewis, Jr., Esq.
550 Brickell Avenue, PH 1
Miami, Florida 33131


IN WITNESS WHEREOF, the undersigned as the Incorporator has executed
the foregoing Articles of Incorporation as of the 22nd day of April, 2004.


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

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

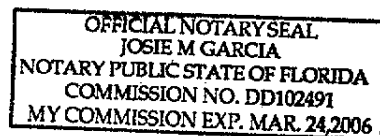
BEFORE ME, a Notary Public, **WALLACE L. LEWIS, Jr.** personally appeared,
who is personally known by me, and who is the person described as the Incorporator,
and who executed the foregoing Articles of Incorporation, and acknowledged before me
that he subscribed these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, on this
22 day of April, 2004.


NOTARY PUBLIC - State of Florida

JOSIE M. GARCIA
Name of Notary Public Printed

My Commission Expires:



CERTIFICATE OF DESIGNATION OF RESIDENT AGENT

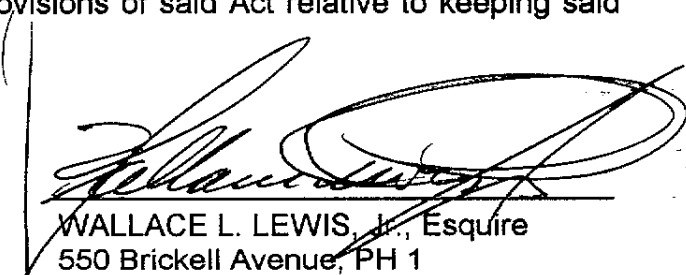
In Compliance with Chapter 48.091, Florida Statutes, the following is submitted in accordance with said Act:

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

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office open.

Dated: 4/22/04



WALLACE L. LEWIS, Jr., Esquire
550 Brickell Avenue, PH 1
Miami, Florida 33131
Telephone: (305) 373-0066

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