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THE LAW OFFICES OF

JOHN BRADLEY AND ASSOCIATES, P.A.

1215 EAST BROWARD BOULEVARD, SUITE 200 FORT LAUDERDALE, FLORIDA 33301

JOHN F. BRADLEY

(954) 523-6160

June 11, 2004

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: SANDBOX LABS, INC.
Articles of Incorporation

Dear Sirs,

Please find enclosed Articles of Incorporation for the above referenced matter together with a check in the amount of \$70.00 representing your fee. Please file the same at your earliest opportunity and return a stamped copy to our office.

If you have any questions please feel free to contact this office. Thanking you for your attention to this matter, I am

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.

John'F. Bradley

JFB/br Encl.

cc: Sandbox Labs, Inc.

ARTICLES OF INCORPORATION

OF

SANDBOX LABS, INC.

The undersigned, acting as Incorporator for the purpose of forming a for profit Corporation under the provisions of Chapter 607 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is SANDBOX LABS, INC. The address for the principal office of this corporation shall be 3121 N.W. 108th Drive, Coral Springs, FL 33065.

ARTICLE II

PURPOSE

The Corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1000) shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 3121 N.W. 108th Drive, Coral Springs, FL 33065, and the name of the registered agent of the Corporation at that address is Mira Halpert.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Mira Halpert 3121 N.W. 108th Drive Coral Springs, FL 33065

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter of the Internal Revenue Code, 26 U.S.C. 1361 ET. SEQ., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has
hereunto set her hand and seal this, day of, 2004, for the purpose of
forming this Corporation for profit under the laws of the State of Florida.
Mira Halpert
STATE OF FLORIDA COUNTY OF BROWARD
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Mira Halpert,
1. { } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that she executed the same.
OR
2. { } who produced identification in the form of, and acknowledged
under oath before me that she executed the same.
WITNESS my hand and official seal in the County and State aforesaid this day of
Mable 15th
Notary Public Michael Tobias (Type/print Name of Notary) My Commission Expires: 7/30/07 Michael Tobias Notary Public - State of Florida My Comm. Expires Jul 30, 2007 Commission # DD 236810
/

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Mira Halpert is an individual residing within the state and maintaining a business office identical with the registered office and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Mira Halpert, Registered Agent

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