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Member of
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April 4, 1995

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

1000001448251
-04/05/95--01097--012
*****70.00 *****70.00

Re: Articles of Incorporation
American Auto/Marine Wiring, Inc.

Ladies and Gentlemen:

Enclosed are two duplicate sets of Articles of Incorporation and Certificate Designating Place of Business...along with our check for the filing fee (without certified copy) of \$70.00.

Please process these documents and return one set to us in the enclosed envelope. Please contact us immediately if there are any questions.

Very truly yours,



David A. Blade

DAB/jsb

enclosures

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DIVISION OF STATE
CORPORATIONS
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**Articles of Incorporation of:
American Auto/Marine Wiring, Inc.**

I, the undersigned, hereby associate myself together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do certify to the following Articles of Incorporation.

ARTICLE I

The general nature of the business to be transacted and carried on by this corporation and its object and purpose is to transact any and all lawful business regardless of its nature or description.

ARTICLE II

The maximum number of shares which this corporation shall be authorized to issue and have outstanding at one time shall be limited to one thousand (1000) shares of common stock; five dollar (\$5.00) par value.

The consideration for the issuance of such shares of stock, or any part thereof, shall be money current of the United States of America, or property or services of value at least equivalent to the value of the stock to be issued, the same to be fixed and determined by the Board of Directors of this corporation at any

meeting of the Board. Whenever any share or shares of stock are issued in consideration of payment to be made in property or in services, the fair and just value of the property to be transferred or the services to be performed or rendered as a consideration for the issuance of said stock, shall be fixed by the Board of Directors of this corporation at any regular meeting of the Board or at any special meeting for which the fixing of that value is one of the purposes for which the meeting is called. The judgment and decision of the Board of Directors pertaining thereto shall be conclusive and binding upon all persons whatsoever in dealing with the corporation and the shareholders thereto. Any and all shares of stock of this corporation shall be issued for the consideration, or for not less than the consideration, fixed and determined as aforesaid, whether such consideration be cash, property or services, and any and all shares of this corporation's stock so issued shall be deemed fully paid and non-assessable.

ARTICLE III

The corporation shall begin business with paid in capital of not less than five hundred dollars (\$500.00).

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that

which it already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

The street address of the initial registered office of this corporation is 2588 N.E. 13 Avenue, Pompano Beach, Florida 33064, and the name of the registered agent is **Philip M. Schultz**. It shall have the power to transact business in any other place or places both within or outside the State of Florida and throughout the world.

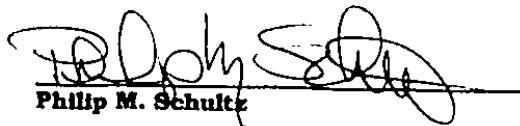
ARTICLE VII

This corporation shall have one director initially. The number of directors may be adjusted from time to time as provided by the By-Laws, but shall never be less than one. The initial director of this corporation shall be 2588 N.E. 13 Avenue, Pompano Beach, Florida 33064.

ARTICLE VIII

The person signing these Articles of Incorporation is Philip M. Schultz, who's address is 2588 N.E. 13 Avenue, Pompano Beach, Florida 33064.

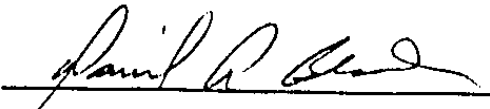
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of March, 1995.


Philip M. Schultz

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and county set forth above, personally appeared **Philip M. Schultz**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid, on this 3 day of March, 1977.


Notary Public

My Commission Expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

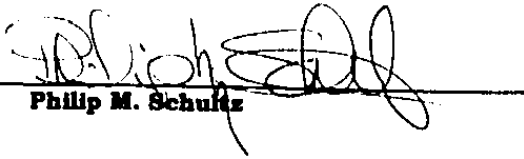
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **American Auto/Marine Wiring, Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 2588 N.E. 13 Avenue, Pompano Beach, Florida 33064, has named **Philip M. Schultz**, of said address, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

by:


Philip M. Schultz