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TRANSMITTAL LETTER

OCTOBER 31ST 2002

DEPARTMENT OF STATE DIVISION OF CORPORATIONSP. O. BOX 6327
TALLAHASSEE, FL. 32314

SUBJECT:

INTERNATIONAL MARINE & ELECTRONIC

SUPPLY, INC.

AMENDMENT TO THE ARTICLES OF

INCORPORATION

ENCLOSED IS AN ORIGINAL AND TWO (2) COPY(IES) OF THE AMMENDMENT TO THE ARTICLES OF INCORPORATION AND A CHECK FOR: \$35.00 FILING FEE & CERTIFICATE.

FROM:

UBIETA, INC.

8201 NORTH WEST 66TH STREET

SUITE 3

MIAMI, FLORIDA 33166

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF: INTERNATIONAL MARINE & ELECTRONIC SUPPLY, INC.

K97270

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION

FIRST: AMENDMENT ADOPTED:

1 -- THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION IS:

JORGE BERGARA

PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER, DIRECTOR

PRINCIPAL & MAILING ADDRESS: 8462 NORTH WEST 168TH TERRACE MIAMI LAKES, FL 33016

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: JUNE 13TH 2002

FOURTH: ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(s) WAS/WERE ADOPTED BY THE INCORPORATORS
WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
THE AMENDMENT(s) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES
CAST FOR THE AMENDMENT(s) WAS/WERE SUFFICIENT FOR THE APPROVAL.
THE AMENDMENT(s) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING
GROUPS.
(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE
SEPARATELY ON THE AMENDMENT(s).) THE NUMBER OF VOTES CAST FOR THE AMENDMENT(s) WAS/WERE
SUFFICIENT FOR APPROVAL BY:
(Voting group)

SIGNED THIS 13TH DAY OF JUNE, 2002

INTERNATIONAL MARINE & ELECTRONIC SUPPLY, INC.

BY:	Millian	
(Chairman or Vice-Chairma	of the Board of Directors, President or other officer if adopted the shareholders)	
Typed or printed name: V JORGE BERGARA		
Title:	INCORPORATOR \ DIRECTOR	

Articles of Amendment to the Articles of Incorporation of:

INTERNATIONAL MARINE & ELECTRONIC SUPPLY, INC.

Prepared by: Guillermo Ubieta, Jr.

8201 North West 66TH Street Ste 3 Miami, Florida 33166

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

THAT INTERNATIONAL MARINE & ELECTRONIC SUPPLY, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS APPOINTED JORGE BERGARA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF INTERNATIONAL MARINE & ELECTRONIC SUPPLY, INC. TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 13TH DAY OF JUNE, 2002.

CECE BERGARA
Registered Agent

PRINCIPAL & MAILING ADDRESS: 8462 NORTH WEST 168TH TERRACE MIAMI LAKES, FL 33016

STATE OF FLORIDA)

COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED **JORGE BERGARA**, FLORIDA, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID THIS 13TH DAY OF JUNE, 2002.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My commission expires:

Con

Guillermo Ubieta Commission # CC 925945 Expires April 21, 2004 Bonded Thru Atlantic Bonding Co., Inc.