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August 27, 2002

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

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-08/30/02--01023--002
*****78.75 *****78.75

Re: U.S. Chart Services, Inc.

Dear Sir or Ms.:

Enclosed please find an original and one of the Articles of Incorporation for filing. Also enclosed is a check payable to your order in the amount of \$78.75. Please file same and return a certified copy of the Articles of Incorporation to my office. Should you require any further information or have any questions regarding the enclosed, please do not hesitate to contact me. Thank you for your kind attention to this matter.

Very truly yours,



JOHN R. SUTTON,

JRS/ra
encl.

FILED
02 AUG 29 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 9/3

ARTICLES OF INCORPORATION

(F.S. 607.164)

FILED
02 AUG 29 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is **U.S. CHART SERVICES, INC.**
2. **Duration.** The period of its duration is perpetual.
3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **Capital Stock.** The corporation is authorized to issue (500) shares, all of one class, at One (\$1.00) Dollar par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

John R. Sutton, Esquire
SUTTON & MONTOTO, P.A.
7721 S.W. 62nd Avenue - Suite 101
Miami, Florida 33143

6. **Initial Board of Directors/Principal Office.** This corporation shall have TWO (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and address of the initial directors of this corporation and its principal office are:

Name

Address

John Morrow

930 SW. 4th Street, Fort Lauderdale, Florida 33312


Colleen Morrow, 930 SW. 4th Street, Fort Lauderdale, Florida 33312

7. **Incorporator(s).** The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

<u>Name</u>	<u>Address</u>
John R. Sutton, Esq.	7721 S.W. 62 nd Ave., Ste. 101, South Miami, FL 33143

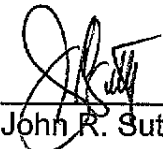
8. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 27th day of August, 2002.


JOHN R. SUTTON
Incorporator

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with the and accept the duties and responsibilities as Registered Agent for the Corporation.


John R. Sutton, Esq., Registered Agent

STATE OF FLORIDA:

COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared Teddy L. Montoto, Esq. to me known to be the person who executed the foregoing Articles of Incorporation as Registered Agent and Incorporator, respectively, and they acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this ____ day of _____, 2002.

My commission expires:

NOTARY PUBLIC, State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA