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Pamela Potts 4409 Rende Lane Lake Worth, FL 33401

June 10, 2002

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

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Re: Incorporation of C VENTURE ELECTRIC, INC.

Dear Sir or Madam:

Enclosed, please find two (2) copies of the Articles of Incorporation for C VENTURE ELECTRIC, INC.. Also, please find enclosed our \$ 70.00 check for the filing fees as required. We would appreciate you processing these documents as quickly as possible.

If you have any questions or if there is anything we can do to expedite this procedure, please feel free to contact me personally at (561) 969-6279.

Thank you for your attention to this matter.

Sincerely

Ms. Pamela Potts, President

PP/nta

Enclosures

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLORIDA CORPORATION

C VENTURE ELECTRIC, INC.

ARTICLES OF INCORPORATION

The undersigned hereby make, subscribe and acknowledge these Articles of Incorporation in order to organize and incorporate a business for profit under the laws of the State of Florida Statues, Chapter 607.

ARTICLE I - NAME

The name of the corporation is C VENTURE ELECTRIC, INC..

ARTICLE II - NATURE OF BUSINESS

The general nature of the business is to operate a Marine electrical system and Marine electronics installation and repair business.

ARTICLE III - DURATION & EXISTENCE

The duration of this corporation shall be perpetual. Corporate existence shall commence immediately upon the subscription and acknowledgment herein to be followed by the filing of the Articles of Incorporation to the Department of State within the five days as allowed by Florida Statue 607.167.

ARTICLE IV - CAPITAL

The amount of Capital with which this corporation will begin business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE V - ADDRESS

The initial street address in Florida of the principal office is:

Pamela Potts 4409 Rende Lane Lake Worth, FL 33401

ARTICLE VI - POWERS

The Corporation may engage in any activity or business permitted under the laws of the United States and shall have the general powers enumerated in 607.011 of the Florida General Corporation Act which Section is incorporated by reference as is fully set forth herein.

ARTICLE VII - CAPITAL STOCK

The capital stock is: 100 shares of Common Stock, \$10.00 per value common voting stock.

ARTICLE VIII - DIRECTORS, OFFICERS AND SUBSCRIBERS

The names and street address of the member of the first Board of Directors of this Corporation, the Officers, and a statement of the number of shares of Common Stock \$10.00 par value which each agrees to take are:

| NAME | <u>ADDRESS</u> | DIRECTOR OFFICER | SHARES OF COMMON STOCK |
|--------------|---|---------------------------|---------------------------|
| Pamela Potts | 4409 Rende Lane Lake Worth, FL 33401 | Pamela Potts President | 100% |

ARTICLE IX - REGISTERED AGENT

Pursuant to 607.034 Florida Statues, the undersigned designate as it's Registered Agent the below to accept service of process.

Pamela Potts 4409 Rende Lane Lake Worth, FL 33401

ARTICLE X - GENERAL

- A. Unless otherwise stated in the by-laws, every stockholder who has the right to vote, shall have the right to vote in person or by proxy.
- B. Unless otherwise provided in the by-laws, no stockholder shall have a pre-emptive right to purchase his pro rata share of new stock.
- C. Unless otherwise provided in the by-laws, cumulative voting shall not be permitted.

SIGNATURE PAGE

In WITNESS WHEREOF, the undersigned being the Incorporation of C VENTURE ELECTRIC, INC., Under 607.161 and subscribing to their respective shares of Common Stock \$10.00 par value, have made and subscribed the Articles of Incorporation at Tallahassee, Leon County, Florida, 32308, with the Articles of Incorporation consisting of three pages, and a Signature Page, this being the fourth.

Pameia Potts 4409 Rende Lane Lake Worth, FL 33401

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS

SWORN TO AND SUBSCRIBED before me this _

day of September, 2002.

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

RE: C VENTURE ELECTRIC, INC.

Pursuant to Article IX of the Articles of Incorporation of C VENTURE ELECTRIC, INC. and in accordance with Florida Statute 607.034 Registered Agent, the undersigned accepts the appointment as Registered Agent of Said Corporation for service of process and a prescribed by Florida law.

Pamela Potts 4409 Rende Lane Lake Worth, FL 33401

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

SWORN TO AND SUBSCRIBED before me this _

_day of September, 2002.

Votary Public

My commission Expires:



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SECRETARY OF STAJE