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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PERFORMANCE MARINE ELECTRONICS, INC.
(Name of Corporation)

DOCUMENT NUMBER: P04000058649

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JAMES R. RINEHART

(Name of Person)

PERFORMANCE MARINE ELECTRONICS, INC.

(Name of Firm/Company)

2250 NORTH US HWY 1

(Address)

FT. PIERCE, FL 34946

(City/State and Zip Code)

For further information concerning this matter, please call:

GWEN Y. LANDERS EA

(Name of Person)

at (772) 770-2200

(Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Mailing Address:

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

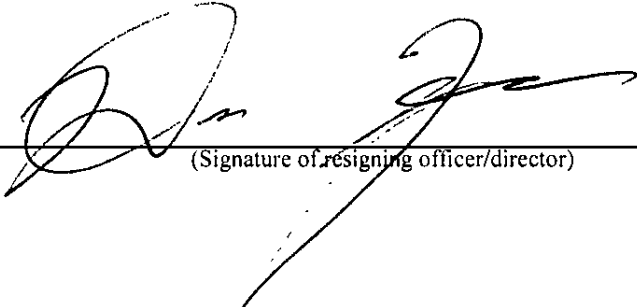
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

I, DARRELL D. ZERAN, hereby resign as VICE PRESIDENT
(Title)

of PERFORMANCE MARINE ELECTRONICS, INC.
(Name of Corporation)

P04000058649, a corporation organized under the laws of the State of
(Document Number, if known)

FLORIDA


(Signature of resigning officer/director)

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
12 SEP 12 AM 9:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA