

**nge** Marine Electronics  
Solutions, Inc.

**P 96000038626**

8 June, 1999

Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed please find Articles of Amendment. I have included my check in the amount of \$43.75 for the filing fee and a certified copy of the amendment.

Very truly yours,

  
Donna Penney-Darr

200002899222--8  
-06/09/99--01048--017  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Amend  
6-15-99  
MS

**FILED**  
99 JUN -9 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**MARINE ELECTRONICS SOLUTIONS, INC.**

**FILED**  
99 JUN -9 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment adopted: Article V of the Corporation's Articles of Incorporation is hereby amended to increase the total number of authorized shares of the Corporation's common stock to 1200 shares and to reallocate the shares.

**SECOND:** Pursuant to a Board of Directors and Shareholders meeting dated May 14, 1999 action was taken in order to more equitably reflect the contributions of the individual shareholders in the establishment and operation of the Corporation. The Secretary is directed to exchange all shares of the Corporation's common stock and reallocate that stock in the following manner:

<b>Donna Penney Darr:</b>	<b>625 Shares</b>
<b>David D. Darr:</b>	<b>525 Shares</b>
<b>The Donald A. Penney and Beverly J. Penney Trust:</b>	<b>50 Shares</b>

**THIRD:** The date of this amendment's adoption: May 14, 1999.

**FOURTH:** Adoption of Amendment: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 14th. day of May, 1999.

Signature: \_\_\_\_\_



Donna Penney Darr

President