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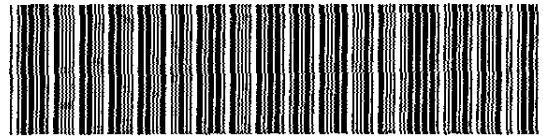
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SECRETARY OF STATE
TALLAHASSEE FL 09001

* G. C. Cullotta NOV 18 2003

26 October 2003

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Please see enclosed articles of amendment to the articles of incorporation for Marine Electronics Solutions, Inc. and M.E.S. Installations, Inc. I have included payment for each in the amount of \$43.75, filing fee and certified copy of the amendment.

Sincerely,

A handwritten signature in black ink, appearing to read "Donna L. Penney". The signature is fluid and cursive, with the first name "Donna" being more prominent.

Donna L. Penney
1522 Crabapple Cove, Jacksonville, FL 32225
904-642-3905

**ARTICLES OF AMMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARINE ELECTRONICS SOLUTIONS, INC.**

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Pursuant to the provisions of section 607.1003, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article II is hereby amended to change the registered agent to Donna L. Penney. The street address remains unchanged: 1522 Crabapple Cove, Jacksonville, FL 32225.

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Donna L. Penney
Donna L. Penney/Registered Agent

9/19/03
Date

Amendment adopted: Article VI is hereby amended to add three members to the Board of Directors:

Donna L. Penney, 1522 Crabapple Cove, Jacksonville, FL 32225
Donald A. Penney, 12642 Muirfield Blvd N, Jacksonville, FL 32225
Clay W. Mazyck, Jr, 5630 Lacour Monique, New Orleans, LA 70131

SECOND:

THIRD: The date of each amendment's adoption: 19 September 2003.

FOURTH: Adoption of amendment: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 19th day of September 2003.

Signature: Donna L. Penney

Donna L. Penney
President

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