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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: U.S. Charts No. 53089
Electronics, Inc.

☒ Capital Express™
☐ Art. of Inc. File _____
☐ Corp. Record Search _____
☐ Ltd. Partnership File _____
☐ Foreign Corp. File _____
☒ () Cert. Copy(s) _____
☐ Art. of Amend. File _____
☐ Dissolution/Withdrawal _____
☐ C U S- _____
☐ Fictitious Name File _____

☐ Name Reservation _____
☐ Annual Report/Reinstatement _____
☐ Reg. Agent Service _____
☐ Document Filing _____

☐ Corporate Kit _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ Document Retrieval _____

☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ File No.'s, _____ Copies _____
☐ Courier Service _____
☐ Shipping/Handling _____
☐ Phone () _____
☐ Top Priority _____
☐ Express Mail Prep. _____
☐ FAX () _____ pgs. _____

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

P. CHESSEN JUL 15 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No. _____
BY	<i>[Signature]</i>		

WALK-IN Will Pick Up 7/15 12:00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
U.S. CHARTS ELECTRONICS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME.

The name of the corporation is **U.S. CHARTS ELECTRONICS, INC.** The principal place of business is 930 S.W. 4th Street, Fort Lauderdale, Florida 33312.

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ALAMOGADO, FLORIDA

ARTICLE II - DURATION.

The duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

ARTICLE IV - CAPITAL STOCK.

The aggregate number of common shares which the corporation is authorized to issue is 1000 shares. Such shares shall have a \$1.00 par value.

ARTICLE V - REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of the corporation is:

GUS H. CROWELL
91760 Overseas Highway
Tavernier, Florida 33070

ARTICLE VI - BOARD OF DIRECTORS.

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

JOHN MORROW
930 S.W. 4th Street
Ft. Lauderdale, Florida 33312

ARTICLE VII - INCORPORATORS.

The name and address of the incorporators are:

GUS H. CROWELL
Post Office Box 777
Tavernier, Florida 33070

EXECUTED by the undersigned at Tavernier, Florida, this 12th day of
July, 1996.


GUS H. CROWELL

STATE OF FLORIDA

COUNTY OF MONROE

I HEREBY CERTIFY that on this date, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared GUS H. CROWELL, who is personally known to me or produced _____ as identification and, who after being duly sworn, deposed and stated that he is the individual who executed the foregoing Articles of Incorporation and that he executed same freely and voluntarily for the uses and purposes therein expressed.

12th WITNESS my hand and official seal in the State and County last aforesaid, this day of July, 1996.



LAURA M. TODD
MY COMMISSION # CC480731 EXPIRES
July 13, 1999
BOLDED THRU TROY FAIR INSURANCE, INC

Laura M. Todd
Notary Public

Printed Name: LAURA M. TODD

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said section:

U.S. CHARTS ELECTRONICS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at Ft. Lauderdale, County of Broward, State of Florida, has named GUS H. CROWELL as its registered agent to accept service of process within the State, who is located at the following registered office: 91760 Overseas Highway, Tavernier, Florida.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said sections relative to keeping open the registered office.

Gus H. Crowell
GUS H. CROWELL