

STATE OF DELAWARE
CERTIFICATE OF INCORPORATION
A NON-STOCK CORPORATION

The undersigned Incorporator hereby certifies as follows:

1. The name of the Corporation is District 5, United States Power Squadrons, Inc.

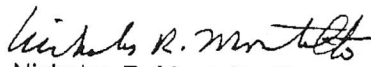
2. The Registered Office of the corporation in the State of Delaware is located at 108 West 13th Street (street), in the City of Wilmington, County of New Castle Zip Code 19801. The name of the Registered Agent at such address upon whom process against this corporation may be served is Business Filings Incorporated.

3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. (If the Corporation is to be a nonprofit corporation, please add: "This Corporation shall be a nonprofit corporation.")
This Corporation shall be a nonprofit corporation.

4. The corporation shall not have any capital stock.

5. The conditions of membership are defined in the Bylaws of District 5, USPS, Article 1, District Organization, Section 1.2:
"The district shall be composed of the chartered squadrons assigned it by the Governing Board of the United States Power Squadrons"

6. The name and mailing address of the incorporator are as follows:
Name Nicholas R. Montalto, Esquire
Mailing Address 325 Swede Street
Norristown, PA Zip Code 19401

By: 
Nicholas R. Montalto, Esq.
Incorporator

Name: Nicholas R. Montalto, Esq.
Print or Type

1. **COMPANY NAME:** District 5, United States Power Squadrons, Inc.

2. **STATE OF FORMATION:** Delaware

3. **ENTITY TYPE (LLC, Inc, NonProfit):** NonProfit

4. **STATE(S) OF REQUESTED REGISTERED AGENT SERVICE:** Delaware

5. **COMPANY MAILING ADDRESS:** 930 Montgomery Ave. Apt. 101

CITY: Bryn Mawr **STATE:** PA **ZIP:** 19010-3037 **COUNTY:** Montgomery County

6. **CONTACT PERSON FOR AGENT MAIL:** M. Melvin Shralow

PHONE: 610-527-1006 (Home) 215-603-0076 (Cell) **EMAIL:** melshralow@comcast.net

7. Log in to the Online Corporate Status Center at <http://www.bizfilings.com/stat> to access your account 24/7. Please select a log in.

USERNAME (at least 4 characters): D5USPS

PASSWORD (at least 8 characters with 1 non-letter): safeboating@

8. **METHOD OF PAYMENT**

Check

Credit Card

BizFilings Registered Agent Service Only Order Form

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Revised 1/1/09