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## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Compass Agency USA, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph C. Skalski  
(Name of Person)

Joseph C. Skalski, P.A.  
(Firm/Company)

625 Quintana Place NE  
(Address)

St. Petersburg, FL 33703  
(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph C. Skalski at ( 727 ) 580-5856  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee & Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee & Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy<br>(additional copy is enclosed) |
|--|---|--|---|

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION  
OF  
THE COMPASS AGENCY USA, LLC**

The undersigned, being a natural person of at least 18 years of age and acting as the Organizer of the Limited Liability Company hereby being formed under the Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

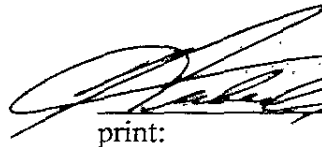
The Compass Agency USA, LLC

SECOND: The latest date on which the Limited Liability Company is to dissolve is December 31, 2099.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business for which a limited liability company may be organized in accordance with the Chapter 608 of the Florida Statutes, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 6536 Central Avenue, St. Petersburg, FL 33707-1330, and the name of the initial registered agent of the Limited Liability Company to whom process may be sent in Florida at that address is Herbert Green.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 608, F.S.

  
print:

Herbert Green

FIFTH: The mailing address and principal office of the Limited Liability Company is 6536 Central Avenue, St. Petersburg, FL 33707-1330.

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SIXTH: The Limited Liability Company is to be managed by the Manager. The name and address of the initial Manager are: Herbert Green, having an address at 6536 Central Avenue, St. Petersburg, FL 33707-1330

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the sole Member is \$10.00. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

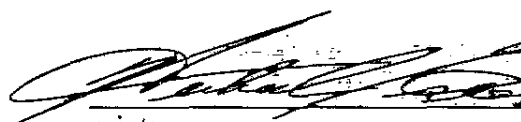
TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

ELEVENTH: If there later are more than one Members, the remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

TWELFTH: The name and business address of the Organizer of the Limited Liability Company are: Herbert Green, 6536 Central Avenue, St. Petersburg, FL 33707-1330.

THIRTEENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed and acknowledged these Articles of Organization on April 28, 2005.



print:  
Herbert Green  
Organizer

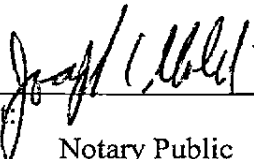
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Return to:

Joseph C. Skalski, Esq.  
625 Quintana Place NE  
St. Petersburg, FL 33703

STATE OF FLORIDA, COUNTY OF PINELLAS, ss.

The foregoing instrument was acknowledged before me on the <sup>JUL</sup>2<sup>nd</sup> day of ~~April~~, 2005, by Herbert Green.

  
print: \_\_\_\_\_  
Notary Public  
My commission expires on \_\_\_\_\_

JOSEPH C. SKALSKI  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD115113  
EXPIRES 06/16/2008  
BONDED THRU 1-888-NOTARY1

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced: \_\_\_\_\_

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