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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

COMPASS MARKET, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
COMPASS MARKET, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is COMPASS MARKET, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing of these articles.

ARTICLE III

The street address of the principal office of the Corporation is 860 Ocean Drive, Miami Beach, Florida 33139.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 at no par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3001 S.W. Third Avenue, Miami, Florida 33129. The initial registered agent for the Corporation at that address is David Everett Marko, Esq.

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ARTICLE VI

The names and street addresses of the person signing these articles of incorporation is:

Name	Address
David E. Marko, Esq.	3001 S.W. Third Avenue Miami, Florida 33129

ARTICLE VII

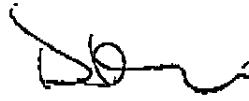
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 17th day of August, 2001.


Name: David E. Marko, Esq.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COMPASS MARKET, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: David E. Marko, Esq.

Date: August 17, 2001

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