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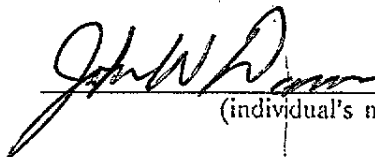
SECRETARY OF STATE
TALLAHASSEE FLORIDASecretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314Re: COMPASS MASTERS, INC
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

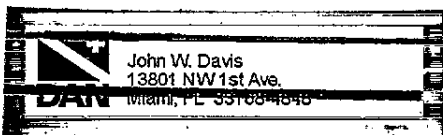
Very truly yours,

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-04/26/02--01038--005
122.50 **78.75
(individual's name)COMPASS MASTERS, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION

13801 NW 1 AVEMIAMI, FL 33168

PHONE

(305) 681-5164
Area Code Number Ext.

ARTICLES OF INCORPORATION

of

COMPASS MASTERS, INC
(name of corporation)

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

COMPASS MASTERS, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE Hundred shares (500) of ONE Dollar(s) (\$ 1 NO/100) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>JOHN W DAVIS</u>		
ADDRESS	<u>13801 NW 1 AVE</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33168</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JOHN W DAVIS</u>		
ADDRESS	<u>13801 N. W. 1 AVE</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33168</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JOHN W DAVIS</u>		
ADDRESS	<u>13801 NW 1 AVE</u>		
CITY	<u>MIAMI</u>	STATE <u>FL</u>	ZIP <u>33168</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JOHN W DAVIS		
ADDRESS	13801 NW 1 AVE		
CITY	MIAMI	STATE	FL ZIP 33168
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of 22ND April 2002

John W Davis (Seal)

(Seal)

(Seal)

STATE OF FLORIDA MIAMI)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

JOHN W DAVIS

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation. PRESENTED FLORIDA DRIVER LICENSE

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 22ND day of APRIL 2002

(Notary Seal)

(Notary Public, State of Florida, at Large)

My Commission expires:



Joan C. Love
MY COMMISSION # CC894569 EXPIRES
January 16, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED

02 APR 26 AM 11:14

SECRETARY OF STATE
TALLAHASSEE FLORIDA

COMPASS MASTERS, INC
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 13801 N W 1 AVE
MIAMI, FL 33168

has named JOHN W DAVIS

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

John W Davis
(registered agent)