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Adler Law Firm

(813) 994-0187

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Division of Corporations

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## Florida Department of State

Division of Corporations

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Phone : (813) 259-4994

Fax Number : (813) 259-4954

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

Compass Business Solutions, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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**Articles of Incorporation**  
**of**  
**Compass Business Solutions, Inc.**

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SECRET  
TALLAHASSEE, FLORIDA

ARTICLE 1: NAME

The name of this Corporation is: **COMPASS BUSINESS SOLUTIONS, INC.**

ARTICLE 2: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 3: CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE 4: INITIAL PRINCIPAL  
OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 5450 Bruce B. Downs Blvd., #343, Wesley Chapel, Florida 33543

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8909 Regents Park Drive, Suite 420, Tampa, Florida 33647, and the name of the initial registered agent of this Corporation at that address is Adler Law Firm, P.A., c/o Andrew L. Adler, Esquire.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation is:

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NAMESADDRESSES

David B. Thorman

5450 Bruce B. Downs Blvd., #343  
Wesley Chapel, Florida 33543ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAMEADDRESS

David B. Thorman

5450 Bruce B. Downs Blvd., #343  
Wesley Chapel, Florida 33543ARTICLE 8: CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

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ARTICLE 111: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

4th IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of April, 2003.

  
\_\_\_\_\_  
David B. Thorman  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 4th day of April, 2003.

  
\_\_\_\_\_  
Andrew L. Adler  
Registered Agent

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