

**Electronic Articles of Incorporation
For**

P04000002939
FILED
January 02, 2004
Sec. Of State

COMPASS VENTURES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

COMPASS VENTURES, INC.

Article II

The principal place of business address:

COURTSIDE LANE
10320-D
BOCA RATON, FL. US 33428

The mailing address of the corporation is:

COURTSIDE LANE
10320-D
BOCA RATON, FL. US 33428

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1

Article V

The name and Florida street address of the registered agent is:

THOMAS J BUTLER
COURTSIDE LANE
10320-D
BOCA RATON, FL. 33428

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: THOMAS.J.BUTLER

Article VI

The name and address of the incorporator is:

THOMAS.J. BUTLER
10320-D, COURTSIDE LANE
BOCA RATON
FL- 33428

Incorporator Signature: THOMAS J BUTLER

Article VII

The effective date for this corporation shall be:

01/02/2004