

799000018254

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Compass Quest, Inc.

800002786948--8
-02/25/99--01041--002
*****78.75 *****78.75

☒ Art of Inc. File	EFFECTIVE DATE <u>02-24-99</u> FILED SECRETARY OF STATE DIVISION OF CORPORATION
☐ LTD Partnership File	
☐ Foreign Corp. File	
☐ L.C. File	
☐ Fictitious Name File	
☐ Trade/Service Mark	
☐ Merger File	
☐ Art. of Amend. File	
☐ RA Resignation	
☐ Dissolution / Withdrawal	
☐ Annual Report / Reinstatement	RECEIVED 99 FEB 25 AM 10:37 DIVISION OF CORPORATION
☒ Cert. Copy	
☐ Photo Copy	
☐ Certificate of Good Standing	
☐ Certificate of Status	
☐ Certificate of Fictitious Name	
☐ Corp Record Search	
☐ Officer Search	
☐ Fictitious Search	
☐ Fictitious Owner Search	
☐ Vehicle Search	R. Purinton FEB 25 1999
☐ Driving Record	
☐ UCC 1 or 3 File	
☐ UCC 11 Search	
☐ UCC 11 Retrieval	
☐ Courier	

Signature

Requested by: LS 2/25/99 9:38
Name Date Time

Walk-In Will Pick Up

ARTICLES OF INCORPORATION
OF
COMPASS QUEST, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 25 PM 1:58

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

EFFECTIVE DATE

Name and Mailing Address

02-24-99

The name of this corporation shall be:

Compass Quest, Inc.

The address of the principal office and the mailing address of this corporation is:

**6085 Bahia Del Mar Circle, #568
St. Petersburg, Florida 33715**

ARTICLE II

Existence of Corporation

This corporation shall begin existence on February 24, 1999, and shall have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (1995), as may be amended from time-to-time.

ARTICLE V

Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 1,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) The corporation elects to have preemptive rights pursuant to Section 607.0630, Florida Statutes (1997).

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

501 First Avenue North, Suite 1000
St. Petersburg, Florida 33701

and the name of the corporation's initial registered agent at such address is:

Harvey A. Ford

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (1995), as may be amended from time-to-time.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2) and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Judith M. Crookston	6085 Bahia Del Mar Circle, #568 St. Petersburg, Florida 33715
John F. Crookston	6085 Bahia Del Mar Circle, #568 St. Petersburg, Florida 33715

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII

Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Judith M. Crookston	6085 Bahia Del Mar Circle, #568 St. Petersburg, Florida 33715

ARTICLE IX

Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1995), as amended from time-to-time.

ARTICLE X

Control Share Acquisitions

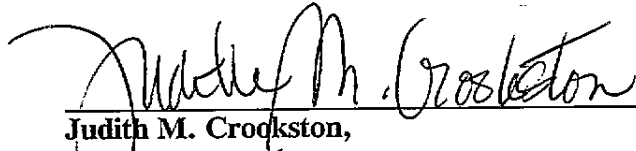
The corporation does hereby elect, pursuant to Subsection 607.0902(5), Florida Statutes (1995), to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes (1995).

ARTICLE XI

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

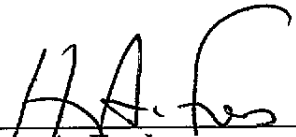


Judith M. Crockston,
Incorporator

Acceptance of 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 Section 607.0505, Florida Statutes (1995).

DATED this 24 day of February, 1999.



Harvey A. Ford,
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 PM 1:58

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 24th day of February, 1999,
personally appeared **Harvey A. Ford**, to me well known to be the person described in and who
signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and
acknowledged to me that he executed the same freely and voluntarily for the uses and purposes
therein expressed.

WITNESS my hand and official seal the date aforesaid.



RITA M. HOLSTON
MY COMMISSION # CC446394 EXPIRES
March 26, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Rita M. Holston
Name: _____
Notary Public for State of Florida
(SEAL)
☒ Personally Known ID Produced
My Commission Expires: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 PM 1:58