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Mr. and Mrs. Robert S. Barbara
904 137th Street East
Bradenton, FL 34212
Telephone: (941) 747-5887

May 31, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-06/03/02--01045--007
*****78.75 *****78.75

Attention: New Filings

Re: Coupon Subscriber Club, Inc.


Dear Sir or Madam:

Enclosed, please find my check in the amount of \$78.75, representing the filing fee (for the Articles of Incorporation of Coupon Subscriber Club, Inc.) of \$70.00, and \$8.75 for a certified copy of said Articles. Please return a certified copy, along with a stamped copy (additional copy enclosed) and return both the certified and the stamped copies to me in the enclosed stamped, self-addressed envelope as proof that the above corporation was filed.

If you have any questions regarding this matter, please do not hesitate to contact me at (941) 747-5887.

Thank you.

Sincerely,


Patricia C. Barbara

Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN -3 AM 11:06

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN -3 AM 11:06

ARTICLES OF INCORPORATION
FOR
COUPON SUBSCRIBER CLUB, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation is Coupon Subscriber Club, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the initial principal office is 904 137th Street East, Bradenton, Florida 34212.

ARTICLE III - CAPITAL STOCK

There shall be one class of stock. The maximum number of shares this Corporation is authorized to have outstanding at any time is One Thousand (1,000.00) shares of common stock having a par value of one dollar (\$1.00) per share. Shares of this stock shall be issued initially to the following persons in the following amounts: Two Hundred Fifty (250) shares are to be issued to Robert S. Barbara, Two Hundred Fifty (250) shares are to be issued to Douglas D. Banks, Two Hundred Fifty (250) shares are to be issued to John M. Sharpless, and Two Hundred Fifty (250) shares are to be issued to David W. Wetzel.

ARTICLE IV - REGISTERED AGENT

The registered agent is Patricia C. Barbara and the address of the registered office of this corporation is 904 137th Street East, Bradenton, Florida 34212.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator of this corporation is:

| | |
|-------------------|--|
| Robert S. Barbara | 904 137 th Street East Bradenton, FL 34212 |
|-------------------|--|

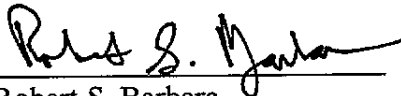
ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The business of the corporation shall be conducted, carried on and managed by the Officers of this corporation and the Board of Directors, which may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

The names of the initial Directors are Robert S. Barbara, Douglas D. Banks, John Sharpless and David W. Wetzel. The names of the officers are:

| | |
|-------------------|----------------|
| John M. Sharpless | President |
| Douglas D. Banks | Vice-President |
| David W. Wetzel | Secretary |
| Robert S. Barbara | Treasurer |

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31st day of May, 2002.


Robert S. Barbara
As Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above stated corporation, at the address designated in the above Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to accepting service of process and keeping open said office.

By: Patricia C. Barbara
Patricia C. Barbara
As Registered Agent