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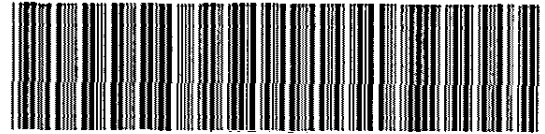
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Coupon Surplus.com, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: Jackie Wainio  
Name (Printed or typed)

9300 5th Street North  
Address

St. Petersburg, FL 33702  
City, State & Zip

(727) 578-1892 ext. 105  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
CouponSurplus.com, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is CouponSurplus.com, Inc. and its principal place of business shall be located at 9300 5<sup>th</sup> Street N. St. Petersburg, FL 33702.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue Five Thousand (5,000) shares of common stock, which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 9300 5<sup>th</sup> Street N. St Petersburg, FL 33702, and the name of the initial registered agent of this corporation at that address is Jackie L. Wainio, 9300 5<sup>th</sup> Street N. St. Petersburg, FL 33702. Florida Bar Number 0728578.

**ARTICLE VII - DIRECTORS**

Initially, this corporation shall have **1** Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors

may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Donald H. Pierce	9300 5 <sup>th</sup> Street N. St. Petersburg, FL 33702

#### **ARTICLE VIII - OFFICERS**

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President:	Donald H. Pierce, 9300 5 <sup>th</sup> Street N. St. Petersburg, FL 33702
Vice President	
Secretary:	Donald H. Pierce, 9300 5 <sup>th</sup> Street N. St. Petersburg, FL 33702
Treasurer:	Donald H. Pierce, 9300 5 <sup>th</sup> Street N. St. Petersburg, FL 33702

#### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Jackie L. Wainio Attorney at Law	9300 5 <sup>th</sup> Street N St. Petersburg, FL 33702

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: June 10, 2004

By Jackie L. Wainio  
Printed Name JACKIE L. WAINIO

Incorporator: Jackie L. Wainio, 0728578

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that CouponSurplus.com, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Jackie L. Wainio, located at 9300 5<sup>th</sup> Street N. St. Petersburg, FL 33702, as its agent to accept service of process within Florida.

Dated: June 10, 2004

By Jackie L. Wainio  
Printed Name: JACKIE WAINIO

Incorporator: Jackie L. Wainio

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 10, 2004

By Jackie L. Wainio  
Printed Name JACKIE WAINIO

Registered Agent: Jackie L. Wainio

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TALLAHASSEE, FLORIDA

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