

P96000018513

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

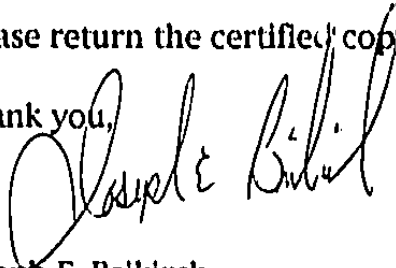
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****122.50 ****122.50

Dear Division of Corporations,

Enclosed please find Articles of Incorporation for CoupoNet, Inc. along with a check in the amount of \$122.50 for filing fee, designation of registered agent and certified copy return.

Please return the certified copy with the filing date stamped on it to me.

Thank you,



Joseph E. Belkirch

Joe Belkirch
4735 Shore Acres Blvd., NE
St. Petersburg, FL 33703

FILED

96 FEB 26 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2-28-96

Articles of Incorporation

FILED

96 FEB 26 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:
COUPONet, INC.
2. The principal place of business and mailing address of the corporation is:
4735 SHORE ACRES BLVD N.E.
ST. PETERSBURG, FL. 33703
3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$0.001.
4. The registered agent of the corporation is JOSEPH E. BEIKIRCH and the registered address is 4735 SHORE ACRES BLVD. N.E., ST. PETERSBURG Florida 33703.
5. The initial Board of Directors shall have 3 member(s) whose name(s) and address(es) is/are as follows: JOSEPH E. BEIKIRCH, 4735 SHORE ACRES BLVD N.E. ST. PETE, FL. 33703; SANDRA FLEMING, 1047 ALHAMBRA WAY SO. ST. PETE, FL 33705; JOEL STRAWN, 6401 - 31 ST. ST. So. Apt. #516, ST. PETE, FL. 33712
The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
6. The incorporator of this corporation is JOSEPH E. BEIKIRCH whose address is 4735 SHORE ACRES BLVD N.E., ST. PETERSBURG, FL. 33703

Dated 2/21/96

Joseph E. Beikirch
Incorporator

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 accept the appointment as registered agent and 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 am familiar with and accept the obligations of my position as registered agent.

Dated 2/21/96

Joseph E. Beikirch
Registered Agent