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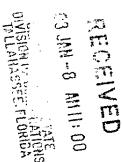
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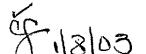


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Tallahassee, FL City/State/Zip	32315 850-224-1205 Phone #	Office Use Only
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Examiner's Initials

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TÄLLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

LOCAL COUPONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to do so, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is: Local Coupons, Inc.

ARTICLE II

NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Corporation is to engage in any and all lawful business, trades, occupations and professions, including the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock, each share having the par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin is not less than One

Thousand (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

ADDRESS AND RESIDENT AGENT

This initial street address of the principal office of this Corporation is 3496 Hyde Park Way, Tallahassee, Florida 32309. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit. The registered address for the corporation shall be 236 East 5th Avenue, Tallahassee, FL 32303 and the Registered Agent at such address is Jimmy Dye, Esquire.

ARTICLE_VII

DIRECTORS - INITIAL DIRECTORS

The corporation shall have no more than one (1) director, initially, but the number of directors may be increased or diminished from time to time by the Bylaws. The name and street address of the initial Director who shall hold office until their successors are elected and have qualified, is as follows:

Jose E. Alvarez, 3496 Hyde Park Way, Tallahassee, Florida 32309

ARTICLE VIII

SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of Shares of Stock each agree to take are as follows:

Name	Address	Shares
Jose E. Alvarez	3496 Hyde Park Way Tallahassee, FL 32309	1000

ARTICLE IX

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing with the Secretary of State of Florida.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at the Stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this $\frac{7^{+}}{}$ day of STATE OF FLORIDA COUNTY OF LEON I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared Tose E. Alvarez and to me known to be the individuals in and who executed the foregoing instrument and each acknowledged before me that he executed the same and who did take an oath. WITNESS my hand and official seal in the County and State named above on the 2003. (SEAL) ELIZABETH A. MILLER Typed Name: Elizabeth A. Miller MY COMMISSION # CC 974857 My Commission Expires: 12/29/04

REGISTERED AGENT

In pursuance of and in compliance with the Florida Statutes, the following is submitted:

That Local Coupons, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Tallahassee, County of Leon, State of Florida, has named Jimmy Dye, Esquire, located at 236 East 5th Avenue, City of Tallahassee, County of Leon, State of Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of law relative to keeping open said office.

Jimmy Dye, Registered Agent

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