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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

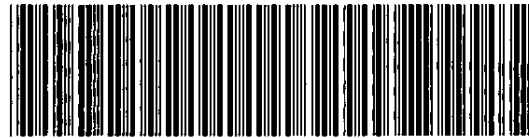
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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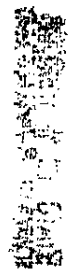
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EFFECTIVE DATE 07/03/2011

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SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher  
Gregory T. Martini  
Charles S. Sacher

Brian V. Bergman  
Melissa R. Smith

July 5, 2011

*Via Certified Mail, Return Receipt Requested*  
Article # 7010 1870 0003 2770 4289

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: cvrUPS IP, Inc.  
Our File No. 5346

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith an original and one (1) copy of the fully executed and notarized Articles of Incorporation, together with our firm check in the amount of \$78.75.

Please have this original copy of the Articles of Organization filed among the corporate records of the State of Florida effective July 5, 2011, so long as the Articles of Incorporation are filed within five (5) business days of this date. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	<u>8.75</u>
TOTAL	\$78.75

Thank you for your attention to this matter.

Sincerely,



Charles S. Sacher

CSS:mrs  
Enclosures

ARTICLES OF INCORPORATION  
OF  
CVRUPS IP, INC.

EFFECTIVE DATE 07/05/2011

PREAMBLE

I, the undersigned, do hereby associate myself under the following Articles, for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the Corporation shall be:

cvrUPS IP, Inc.

ARTICLE II  
PRINCIPAL OFFICE

The principal office of the Corporation shall be:

21075 NE 34th Avenue  
Suite 301  
Aventura, Florida 33180

ARTICLE III  
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is:

- and
- (1) To develop, own, and license intellectual property, including, but not limited to patents;
  - (2) To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV  
CORPORATE POWERS

This Corporation shall have all powers now and hereafter granted corporations for profit under the laws of the State of Florida, including the Emergency Powers included in §607.0303, Florida Statutes.

ARTICLE V  
CAPITAL STOCK

(1) This Corporation shall be authorized to have outstanding at any time a maximum of six thousand (6,000) shares of stock of the par value of one (\$1.00) dollar.

(2) Shares of stock may be issued in consideration of the payment of the entire purchase price or only part of the purchase price, as may be determined by the Board of Directors which payment may be made in cash, property, or in services. Shares issued in consideration of the payment of only part of the purchase price:

(a) Shall be subject to calls thereon, in amounts and at such times as the Board of Directors may determine until the whole thereof shall have been paid; and

(b) Shall participate in dividends upon the basis of the amount actually paid on the respective shares; and

(c) Certificates issued therefor shall bear endorsement as to the actual amount paid thereon.

(3) No stock in this Corporation shall be sold or transferred other than by operation of law, unless and until the record owner thereof shall have given written notice, by certified mail, to the Corporation at its principal office, setting forth a desire to sell such stock, together with the price, terms and conditions upon which said stock shall be offered for sale. The Corporation, if it elects, or its stockholders, if it shall not elect, shall have an exclusive right to purchase said stock at the price and upon the terms and conditions set forth in said notice at any time within thirty (30) days of the corporation's receipt thereof. Upon failure of the Corporation or its stockholders to exercise such rights within such thirty (30) day period, said stock may be offered for sale to others, but only at the price and upon the terms and conditions stated in said notice.

(4) Anything to the contrary notwithstanding, the original subscriber hereto shall, prior to issue of certificates therefor, have the right to assign his stock subscriptions without regard to the limitations on stock transfers contained in Section (3) above.

ARTICLE VI  
REQUIRED CAPITAL

This Corporation shall begin business with a capital of not less than Five Hundred (\$500.00) Dollars.

ARTICLE VII  
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VIII  
DIRECTORS

(1) The business of this Corporation shall be conducted by a Board of Directors consisting of one (1) or more Directors, who shall be elected in accordance with the By-Laws.

(2) Members of the Board of Directors or an Executive Committee of such Board will be deemed present and may conduct business at any meeting of such Board or Committee by means of a conference telephone or similar communication equipment if used so that all persons participating in the meeting can hear each other.

(3) The name and street address of the members of the first Board of Directors of this Corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified are as follows:

NAME

ADDRESS

Daniel Neeb

21075 NE 34th Avenue, Suite 301  
Aventura, Florida 33180

Thomas Montalto

3330 Broadview Road  
Richfield, Ohio 44286

ARTICLE IX  
STREET ADDRESS AND DESIGNATION OF REGISTERED AGENT

That, cvrUPS IP, Inc., desiring to organize under the laws of the State of Florida has designated its initial registered office as Sacher, Martini & Sacher, P.A., 2655 LeJeune Road, Suite 1101, Coral Gables, Miami-Dade County, Florida 33134, and has named Charles S. Sacher as its initial Registered Agent who is located at such address.

ARTICLE X  
SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation are as follows:

NAME

ADDRESS

Charles S. Sacher

2655 LeJeune Road, Suite 1101  
Coral Gables, Florida 33134

ARTICLE XI  
SCOPE OF ARTICLES

The provisions of these Articles, and amendments thereto, and each and every Article and Section thereof, and the provisions of the By-Laws and amendments thereof, shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of the powers and limitations of powers of this Corporation.

ARTICLE XII  
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the provisions of §607.0203, the effective date of incorporation is specified to be the 5th day of July, 2011, so long as these Articles are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 5 day of July, 2011.

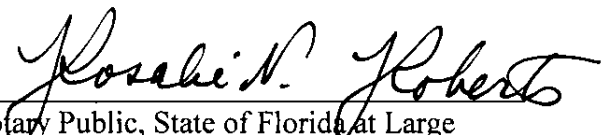


Charles S. Sacher, Incorporator and Subscriber


STATE OF FLORIDA)  
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared Charles S. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 2 day of July, 2011.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My commission expires:

NOTARY PUBLIC-STATE OF FLORIDA  
 Rosalie N. Roberts  
Commission #DD746175  
Expires: JAN. 26, 2012  
BONDED THRU ATLANTIC BONDING CO., INC.

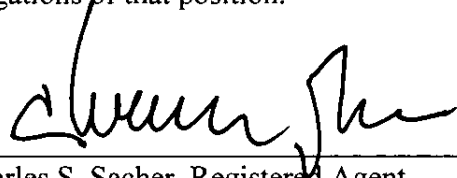
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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for cvrUPS IP, Inc., at the place designated in ARTICLE IX of the Articles of Incorporation to which this Acknowledgment is attached, I hereby acknowledge that I am familiar with and accept the obligations of that position.



Charles S. Sacher, Registered Agent

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