

Charter Number Only

VALIDATION ONLY

**PR900004931**

**PLASS & Franfel, P.A.**

Requestor's Name

**1 SE 3rd Ave #230**

Address

**Miami FL 33131**

City

State

ZIP

Phone

**(305) 377-4353**

**800002745438--0**

**-01/19/99--01018--020**

**\*\*\*\*\*78.75 \*\*\*\*\*78.75**

**CORPORATION(S) NAME**

**campusQpons.com Corp.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

99 JAN 19 AM 9:44

**FILED**

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

OFFICE OF CORPORATION

99 JAN 19 AM 9:06

**RECEIVED**



**Empire Toll Free: 1-800-432-3028**

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Acknowledgment	
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ARTICLES OF INCORPORATION  
OF  
**campusQpons.com Corp.**

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TALLAHASSEE FLORIDA

ARTICLE I.

The name of the corporation is **campusQpons.com Corp.**

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is one million (1,000,000). All such shares shall be of a single class, designated as common, with a one cent (\$.01) par value.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution. At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

## ARTICLE VI

The corporation elects to have preemptive rights.

## ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective the of such amendment.

## ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

## ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three (3) directors whose name and addresses are as follows:

Paul Covello  
150 Bristol Hill Road  
Glenford, N.Y. 12433

Adam T. Frankel  
9201 E. Bay Harbor Drive  
Bay Harbor Islands, FL 33154

Brett Friedman  
21305 N.E. 19th Court  
North Miami Beach, Florida 33179

#### ARTICLE XI

The initial registered agent of the corporation is Coprolite Corporation, 2130 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131. The street address of the corporation's initial registered office is 9201 E. Bay Harbor Drive, Bay Harbor Islands, FL 33154.

#### ARTICLE XII

The name and address of the incorporator of the corporation is Melvin F. Frankel, 2130 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131.

In Witness Whereof, the undersigned being all of the incorporators of said corporation execute these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated: January 14, 1998



MELVIN F. FRANKEL

STATE OF FLORIDA :  
COUNTY OF MIAMI-DADE :

The foregoing instrument was acknowledged before me this 14th day of January, 1999, by  
MELVIN F. FRANKEL, [☒] who is personally known to me or [☐] who has produced  
\_\_\_\_\_ as identification and [☐] who did [☐] who  
did not take an oath.

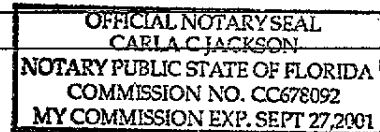
*Carla C. Jackson*

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

Print Name: **CARLA C. JACKSON**

Commission Number: \_\_\_\_\_

My commission Expires: \_\_\_\_\_



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT **campusQpons.com Corp.** DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1400 SUNTRUST INTERNATIONAL CENTER, ONE SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, HAS NAMED COPROLITE CORPORATION, LOCATED AT 1400-A SUNTRUST INTERNATIONAL CENTER, ONE SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

**campusQpons.com Corp.**  
a Florida corporation

BY: 

**MELVIN F. FRANKEL, ORGANIZER**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF OUR DUTIES.

**COPROLITE CORPORATION,**  
a Florida corporation

By: 

**MELVIN F. FRANKEL, President**

Dated: January 14, 1999

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

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared **MELVIN F. FRANKEL, President of COPROLITE CORPORATION**, a Florida corporation, who ☒ is personally known to me, or ☐ produced \_\_\_\_\_ as identification, acknowledging to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

WITNESS my hand and official seal, this 14th day of January, 1999, in the County and State aforesaid.

  
PRINT NAME: **CARLA C. JACKSON**

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:  
Commission No:

OFFICIAL NOTARY SEAL  
CARLA C JACKSON  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC578092  
MY COMMISSION EXP. SEPT 27, 2001