

**JONES.
FOSTER
JOHNSTON
& STUBBS, P.A.**
Attorneys and Counselors

NO 10000001177

Flagler Center Tower, Suite 1100
505 South Flagler Drive
West Palm Beach, Florida 33401
Telephone (561) 659-3000

Mailing Address
Post Office Box 3475
West Palm Beach, Florida 33402-3475
Facsimile (561) 832-1454

Thornton M. Henry, Esq.
Direct Dial: (561) 650-0432
E-mail: thentry@jones-foster.com

February 15, 2001

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

100003718171--5
-02/19/01--01059--006
*****78.75 *****78.75

Gentlemen:

Re: The Eagles' Wings Foundation, Inc.

Enclosed are the original and a copy of the Articles of Incorporation of the captioned proposed non-profit corporation. Please file the original and return the copy certified.

A check in the amount of \$78.75 is enclosed to cover the \$35.00 filing fee, the \$8.75 fee for the certified copy, and the \$35.00 Registered Agent fee.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By _____

Thornton M. Henry

TMH/ssl

Enclosures

N:\TMH\Lewis and Lord\dept of corporations 001.wpd

FILED
01 FEB 19 AM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*2-19-01
WCC*

**ARTICLES OF INCORPORATION
OF
THE EAGLES' WINGS FOUNDATION, INC.
A Florida Corporation Not for Profit**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, pursuant to the provisions of Chapter 617 of the Florida Statutes, Florida General Corporation Act, the Incorporate forms a not-for-profit corporation under Florida Law.

ARTICLE I

The name and initial address of the Corporation are:

THE EAGLES' WINGS FOUNDATION, INC.

375 POSSUM PASS

WEST PALM BEACH, FL 33413

ARTICLE II

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of the State of Florida.

ARTICLE III

The purpose or purposes for which the Corporation is organized is:

A. To provide disaster relief to the Carribean basin qualified under Paragraph D following. To that end, this organization will adopt and establish By-Laws and make all rules and regulations deemed necessary for the management of its affairs in accordance with law and not inconsistent with these Articles of Incorporation.

B. To take, manage, hold and dispose of the property, real and personal, of said Corporation and to exercise any and all other rights and powers not in conflict with Chapter 617 of the Florida Statutes.

C. To develop and administer programs designed to carry out the activities of the Corporation.

D. To receive, administer, disburse and invest gifts, devises and bequests by and from any persons or corporations or entities and to operate as a not-for-profit organization in compliance with the Laws of the State of Florida and Section 501(c)(3) and Section 501(A) of the Internal Revenue Code of the United States of America.

E. To have and to exercise to the extent necessary or desirable for the accomplishment of any of the aforesaid purposes, and to the extent that they are not inconsistent with the charitable purposes of the Corporation, any and all powers conferred upon non-stock corporations by the Florida General Corporation law.

1. This Corporation shall issue not stock. No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its directors, officers or other private persons except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article.

2. No substantial part of the activities of this Corporation shall be the carrying on of or propaganda for or otherwise attempting to influence legislation, unless a qualified Section 501(h) election is filed and all provisions thereof followed. This Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including te publishing or distribution of statements.

3. Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law ("Code"), or by a corporation, contributions to which are deductible under §170(c)(2) of the Code.

4. On the dissolution of this Corporation, the board of Directors shall dispose of all of the assets of this Corporation exclusively for the purposes of this corporation or to any recognized religious organization or organizations with similar objectives organized and operated exclusively for religious, charitable and educational purposes and that shall at the time qualify as an exempt organization under §501(c)(3) of the Code, after paying or making provision for the payment of all liabilities of this Corporation. Any assets not so disposed of shall escheat to the State of Florida.

F. The purposes for which the Corporation is organized are exclusively religious, charitable, and educational within the meaning of §501(c)(3) of the Code.

ARTICLE IV

MEMBERS: There shall be no members. The corporation shall be administered by its directors.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT, PRINCIPAL OFFICE AND MAILING ADDRESS:

The initial registered office and principal office of this corporation and its mailing address shall be located at 375 Possum Pass, West Palm Beach, Palm Beach County, Florida, 33413. The name of the initial registered agent is Scott P. Lewis.

ARTICLE VI

DIRECTORS: The Corporation shall have a minimum of three (3) Directors. The number of Directors may be changed from time to time as provided in the By-Laws. The manner in which the Directors shall be elected or appointed shall be set forth in the By-Laws.

The name and address of each person who is to serve as an initial Director are:

- Terry R. Abrams 7520 Blue Heron Way, West Palm Beach, FL 33412
- Scott P. Lewis 375 Possum Pass, West Palm Beach, FL 33413
- Carol J. Lewis 375 Possum Pass, West Palm Beach, FL 33413
- John C. Leisinger 200 DeSota Road, West Palm Beach, FL 33405
- William Perry 18277 120th Terrace North, Jupiter, FL 33478
- William Stepp, PhD Memorial Presbyterian Church, 1300 S. Olive Avenue, West Palm Beach, FL 33401
- Carolyn Andrews 550 S. Ocean Boulevard, Palm Beach, FL 33480

ARTICLE VII

OFFICERS: The officers of this Corporation shall be President, Secretary, Treasurer and such other officers as may be provided in the By-Laws.

ARTICLE VIII

QUORUM: A quorum for the transaction of the business of this Corporation by regular or special meeting shall consist of a majority of the Board of Directors attending in person or by telephone.

ARTICLE IX

POWERS: This shall be a not-for-profit organization which may receive, acquire, hold title to and manage such real estate and other property as it may deem necessary or

desirable to accomplish its purposes and may sell or dispose of such real estate or other property or any part thereof, and this organization shall have all rights and powers that are granted by the Laws of the State of Florida to not-for-profit organizations.

ARTICLE X

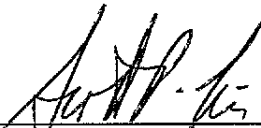
INCORPORATOR: The name and address of the Incorporator is

Scott P. Lewis, 375 Possum Pass, West Palm Beach, FL 33413

ARTICLE XI

AMENDMENTS: These Articles of Incorporation may be amended from time to time at any regular meeting or at any special meeting duly called for that purpose by a two-thirds (2/3) vote of the Directors present at such meeting.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of February, 2001.



Scott P. Lewis

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) ss.

On this day personally appeared before me Scott P. Lewis, to me known to be the individual described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

GIVEN under my hand and official seal this 12th day of February, 2001.

Barbara J. Kramer

Print Name Barbara J. Kramer

NOTARY PUBLIC

My commission expires: 9/13/2002



Barbara J. Kramer
Commission # CC 774462
Expires SEP. 13, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

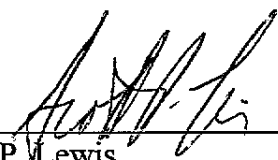
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That THE EAGLES' WINGS FOUNDATION, INC., desiring to organize under the laws of the State of Florida as a corporation not for profit, with its Registered Office as indicated in the Articles of Incorporation at 375 Possum Pass, West Palm Beach, FL 33413, has named Scott P. Lewis as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Scott P. Lewis

FILED
01 FEB 19 AM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA