N.0000005569



ACCOUNT NO. : 072100000032

REFERENCE: 807264 4312482

AUTHORIZATION :

COST LIMIT: \$ 70.00

Pot ma Pyrit

ORDER DATE : August 22, 2000

ORDER TIME: 4:17 PM

ORDER NO. : 807264-005

800003370708---

CUSTOMER NO: 4312482

CUSTOMER: Mr. Alan M. Weintraub

Schwartz & Salomon P.c.

225 Broadway

42nd Fl

New York, NY 10007

DOMESTIC FILING

NAME: THE

THE ELEANOR & MILTON RONES

FOUNDATION, INC.

EFFECTIVE DATE: ___

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

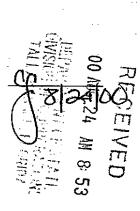
__ CERTIFIED COPY___

X PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:





00 AUG 24 AH 10: 16

ARTICLES OF INCORPORATION In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I - NAME

The name of the corporation shall be:

The Eleanor & Milton Rones Foundation, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4166 Live Oak Boulevard Delray Beach, FL 33445

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

Exclusively for charitable, religious, literary, scientific and educational purposes, including the making of a distributions to organizations that are described in Section 501(c) (3) of the Internal Revenue Code of 1986 and are exempt from taxation under Section 501(a) of the Internal Revenue Code of 1986 (or, in each case, the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in By-laws.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

The name and addresses:

Milton Rones 4166 Live Oak Boulevard Delray Beach, FL 33445

Eleanor Rones 4166 Live Oak Boulevard Delray Beach, FL 33445

CRETARY OF STATE

00 AUG 24 AM 10: 16

Linda Wiltsek c/o Milton Rones 4166 Live Oak Boulevard Delray Beach, FL 33445

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Milton Rones 4166 Live Oak Boulevard Delray Beach, FL 33445

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Milton Rones 4166 Live Oak Boulevard Delray Beach, FL 33445

ARTICLE VIII - DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or educational, religious, or scientific purposes as shall at the time qualify, as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent