

**CORPORATE
ACCESS,
INC.**

N00000000 7797

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

11/22/00



SECRET
TALLAHASSEE, FLORIDA
00 NOV 22 AM 10:34

FILED

CERTIFIED COPY

CUS

PHOTO COPY

FILING

Profit

1.) **eRecycling Foundation, Inc.**
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

600003474196--1
-11/22/00--01023--022
*******70.00 *****70.00**

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

DIVISION OF CORPORATION

00 NOV 22 AM 11:00

RECEIVED

11/27/00

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

11-27



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 22, 2000

CORPORATE ACCESS, INC.
236 E 6TH AVE
TALLAHASSEE, FL 32303

SUBJECT: ERECYCLING FOUNDATION, INC.
Ref. Number: W00000027773

We have received your document for ERECYCLING FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 500A00059960

ARTICLES OF INCORPORATION

OF

eRECYCLING FOUNDATION, INC.

FILED
00 NOV 22 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name of Corporation

The name of this Corporation shall be
The principal mailing address is

eRECYCLING Foundation, Inc.,
5032 NW 24th Circle
Boca Raton, FL 33431

ARTICLE II

Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III

Purposes and Powers

Section 3.01. Purposes. This Corporation is organized exclusively for charitable, educational, public and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including for such purposes: a) receiving donations of used and discarded computers and other electronic equipment, refurbishing such equipment and making such equipment available to governments, to schools and to other nonprofit organizations, and to persons and charitable and governmental entities, who could not otherwise afford such equipment; and b) making distributions to organizations qualifying as exempt organizations under Section 501(c)(3) of the Code "exempt organizations".

Section 3.02. Powers. This Corporation shall have all of the powers permitted to

a not for profit corporation under the Florida Not For Profit Corporation Act as amended, appearing as Chapter 617 of Florida Statutes.

The Corporation shall acquire, construct, own, operate, rent and finance residential projects in the County and in nearby counties, may borrow money and issue bonds from time to time to do so, may receive contributions and may do all other things necessary in connection therewith, but shall not have other activities, and shall only exercise such ownership powers on the land and contiguous property purchased for such project.

ARTICLE IV

Membership

The Corporation shall have no members at this time.

ARTICLE V

Initial Registered Agent and Initial Registered Office

The initial registered agent of the Corporation for service of process shall be John P. Fenner, and the initial registered office of the Corporation shall be Suite 210, 3701 FAU Boulevard, Boca Raton, Florida 33431.

ARTICLE VI

Board of Directors

Section 6.01. Number. This Corporation shall initially have three (3) Directors. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3).

Section 6.02. Members of Board The names and addresses of the initial

Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified, are:

Bernard Bergstein
5032 NW 24th Circle
Boca Raton, Florida 33431

Joseph Westmooreland
8900 Cicero Drive
Boynton Beach, Florida 33437

Nicole Bergstein
5032 NW 24th Circle
Boca Raton, Florida 33431

Section 6.03. Election. Subsequent Directors shall be elected by the Directors of this Corporation in accordance with the Bylaws of this Corporation.

ARTICLE VII

Incorporator

The name and address of the incorporator is John P. Fenner, Suite 210, 3701 FAU Boulevard, Boca Raton, Florida 33431.

ARTICLE VIII

Nonstock Basis

This Corporation shall be operated on a nonstock basis as a not for profit corporation.

ARTICLE IX

Prohibited Activities

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its trustees, officers, members 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 Article III hereof.

No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

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

ARTICLE X

Dissolution

If this Corporation is dissolved, any residual assets of this Corporation, after satisfaction of claims and creditors, shall be distributed for one or more exempt purposes within

the meaning of Section 501(c)(3) of the Code (or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court (of competent jurisdiction in the County where the Corporation's principal office is then located) exclusively for such purposes, or to such organization or organizations, as such court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XI

Indemnification

Every Director and every officer of the Corporation shall be indemnified by this Corporation to the full extent permitted by law against all expenses and liabilities, including attorney's fees in trial and appellate proceedings or any settlement thereof, reasonably incurred by or imposed upon them in connection with any proceeding to which they may be a party, or in which they may become involved, by reason of their being or having been a Director or officer of this Corporation, whether or not they are Directors or officers at the time such expenses are incurred, unless the liability of the Director or officer in question is adjudged by decision of court to result from the gross negligence or willful misconduct of such officer or Director in the performance of his duties; provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of this Corporation. The foregoing right of indemnification shall be in addition to and shall not be exclusive of all other rights to which said Director or officer may be entitled.

FILED
00 NOV 22 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XII

Amendment

These Articles of Incorporation may be amended in accordance with the Florida Not For Profit Corporation Act, as amended.

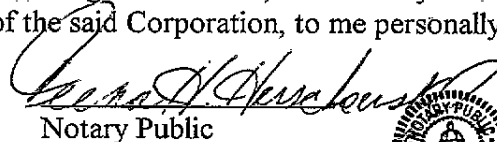
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 20th day of November, 2000.



John P. Fenner, sole incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me, this 20th day of November, 2000, by John P. Fenner, the sole incorporator of the said Corporation, to me personally known.


Notary Public

Teena H. Herschowsky
Commission # CC 963519
Expires Aug. 27, 2004
Bonded Through
Atlantic Bonding Co., Inc.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



John P. Fenner/Registered Agent

November 20, 2000
Date