

N010000003926

CI CORPORATION SYSTEM

FILED

01 JUN -5 PM 1:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Touch Research Associates, Inc.

0

900004367669--2

-06/06/01--01054--016

*****78.75 *****78.75

DIVISION OF CORPORATION

01 JUN -5 PM 11:22

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input checked="" type="checkbox"/> Nonprofit <i>Articles</i>		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

6/6/01

Order#: 4507018

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

J. BRYAN JUN -5 2001

**ARTICLES OF INCORPORATION
OF
TOUCH RESEARCH ASSOCIATES, INC.,
A FLORIDA NONPROFIT CORPORATION**

FILED
01 JUN -6 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS**

The name of this corporation is Touch Research Associates, Inc.

The principal office and the mailing address of this corporation is: 4218 N. Surf Road, Hollywood, Florida 33019.

**ARTICLE II
CORPORATE NATURE**

This is a nonprofit association, organized to provide funds for Touch Research and to provide the members with research data related to touch research, as well as provide other member benefits pursuant to the Florida Not For Profit Corporation law set forth in Section 617 of the Florida Statutes.

**ARTICLE III
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of Touch Research research and education and any other related or corresponding purposes.
- B. To provide funds for touch research and education to the various Touch Research Institutes.
- C. To provide members with touch research information and other membership benefits.
- D. To perform any operations, including ownership of property, necessary to lawfully conduct this business in the State of Florida, the United States, and other parts of the world.

**ARTICLE V
MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of directors of the corporation shall be 3, provided, however, that such number may be changed by a By-Law duly adopted by the members.

The directors named herein as the first Board of Directors shall hold office until replaced at an annual directors meeting.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the next annual meeting or until they are replaced by the directors currently holding office. Annual meetings shall be held at Hollywood, Florida in the anniversary month each year at the corporate offices, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Tiffany M. Field	4218 N. Surf Road Hollywood, Florida 33019
Jacob L. Gewirtz	2025 Brickell Avenue, #1802 Miami, Florida 33129
George Schwind	500 Australian Avenue South, Suite 600 West Palm Beach, Florida 33401

B. Corporate Officers. The Board of Directors shall elect the following officers: President/Treasurer, Vice President, and Secretary, and such other officers as the By-Laws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	<u>Name</u>	<u>Address</u>
President:	Tiffany M. Field	4218 N. Surf Road Hollywood, Florida 33019
Vice President:	Jacob L. Gewirtz	2025 Brickell Avenue, #1802 Miami, Florida 33129
Secretary/Treasurer:	George Schwind	500 Australian Avenue South, Suite 600 West Palm Beach, Florida 33401

ARTICLE VI
EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the 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 IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by any similar corporation exempt from federal income tax as an association.

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII
MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE VIII
SUBSCRIBER

The name and residence address of the Subscriber of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Tiffany M. Field	4218 N. Surf Road Hollywood, Florida 33019

ARTICLE IX
AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws and any limitations set forth in the Florida Not For Profit Corporation law, the By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE X
REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 500 Australian Avenue South, Suite 600, West Palm Beach, Florida 33401 and the name of its registered agent at said address shall be George Schwind.

ARTICLE XI
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors in the manner set forth in the By-Laws of this corporation.

I the undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 15th day of May, 2001.

WITNESSED BY:

George Schwind

Tiffany M. Field
Tiffany M. Field

Having been named as registered agent for the above-stated corporation, 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 and I accept those duties and obligations.

George Schwind
George Schwind, Registered Agent
500 Australian Avenue South, Suite 600
West Palm Beach, Florida 33401

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The forgoing instrument was acknowledged before me this 16th day of May, 2001, by George Schwind, who is/are personally known to me (who did produce N/A as identification).

(SEAL)  Rose Anne Carbone
My Commission CC776605
Expires October 23, 2002

Rose Anne Carbone
Rose Anne Carbone, Notary Public
My Commission Expires: Oct 23, 2002

TAUSERS\GS\TOUCHART

FILED
01 JUN - 6 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA