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No 2000008475

October 29, 2002

Florida Department of State
Division of Corporations - New Filings Section
ATTN: Ms. Doris Brown
P.O. Box 6327
Tallahassee, FL 32314

500008470905--9
-10/21/02--01020--012
*****78.75 *****78.75

RE: Anthony Carter, Jr. Foundation, Inc.
REF No. W02000030280

Dear Ms. Brown:

Enclosed please find a copy of your letter dated October 21, 2002 along with the original and one copy of the Articles of Incorporation for the above entity. The Articles have been corrected to reflect three directors.

Thank you for your assistance in this matter, and if you have any questions please do not hesitate to contact this office. Please return one filed copy to this office in the enclosed stamped envelope.

Very truly yours



MITCHELL J. BEERS

EXPIRE DATE
10-16-02

FILED
02 OCT 21 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MJB/mlm
encl.

W02-30380

11/4



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 21, 2002

LYNNE HAGIBES, CLA / BEERS & REAGEN, P.A.
PROSPERITY GARDENS, STE. 204
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FL 33410

SUBJECT: ANTHONY CARTER, JR. FOUNDATION, INC.
Ref. Number: W02000030280

We have received your document for ANTHONY CARTER, JR. FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 902A00058233

EFFECTIVE DATE
10-16-02

FILED
02 OCT 21 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ANTHONY CARTER, JR. FOUNDATION, INC.
A Not For Profit Corporation**

The undersigned, desiring to form a corporation, not for profit, under the provisions of the laws of the State of Florida, hereby make, subscribe and acknowledge before a notary public, and file with the Secretary of State of the State of Florida, the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is: ANTHONY CARTER, JR., FOUNDATION, INC.

ARTICLE II - PURPOSE

a. The general nature of the business to be conducted and the purposes to be conducted and promoted by the corporation is fund raising for the benefit of cerebral palsy. The goal of this organization will be to generate funds for research of cerebral palsy.

b. To engage in every aspect and phase of each and every lawful business or operation permitted by the law of the State of Florida, including but not limited to the right and power to manufacture, distribute, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise acquire and to own mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest income, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, or state fair of exposition.

c. To purchase, take and lease, or exchange, hire or otherwise acquire any real or personal property, rights, or privileges suitable or convenient for any purposes of this business, and to

purchase, acquire, erect and construct, make improvements of buildings or machinery stores or works, insofar as the same may be pertinent to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

d. To purchase, sell, pledge, subscribe or otherwise acquire and to hold the shares, stocks, bonds, divesture, features, options, commodities, puts and calls or obligations of any company organized under the laws of the State of Florida or of any other state or of any territory of the United States or of any foreign country, except monied or transportation, banking or insurance companies, and to sell or exchange the same.

e. The corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and other negotiable papers; to secure any indebtedness due it in the same manner common to natural persons. It shall have the full authority to loan money and secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. It may be sued, contract or be contracted with, and do any and all other acts necessary or incidental to the powers herein specifically designated.

f. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

g. The foregoing shall be construed as independent businesses, and the enumeration of any specific business shall not restrict any other business of the corporation.

h. The corporation shall, in addition, have the power to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interest of the corporation.

i. To do and perform and cause to be done or performed each, any and all of the acts and things above enumerated and any and all other acts and things insofar as the same may be incidental

to or included in any or all of the general powers given, always provided that the grant of the foregoing enumerated powers is upon the express condition precedent that the various powers above enumerated shall be exercised by the acts above recited under which said company is organized, and the same shall be exercised by said company only in the manner and to the extent that the same shall be authorized to be exercised under the said acts above recited under which it was organized. The said corporation may perform any part of its business outside the State of Florida or in any other states or colonies of the United States or in any foreign country or countries.

j. It is the intent of the corporation, that it shall apply for and gain the tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE III - DURATION

This corporation shall exist on a perpetual basis commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV - MEMBERSHIP

The total number of members of the corporation shall be limited to two. Such members shall be of a single class of membership and may be documented through certification of membership. The voting right of each member shall be set forth in the by-laws of the corporation.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by amendment to the by-laws but shall never be less than

3. The name and post office address of the first board of directors who, being subject to the provisions of the Articles of Incorporation, the By-Laws of the corporation, and laws of the State of Florida shall hold office for the 1st year of the corporation's existence, or until his successors are selected and have been qualified, is as follows:

Kim G. Carter, President
4314 Danielson Drive
Lake Worth, Fl. 33467

Anthony Carter, Sr., Vice President
4314 Danielson Drive
Lake Worth, FL. 33467

John Wangler, Secretary
2615 W. 12 Mile Road
Berkley, Michigan 48072

ARTICLE VI - INCORPORATOR

The names and post office address of the subscriber and incorporator of these Articles of Incorporation is:

MITCHELL J. BEERS, ESQ.
11380 Prosperity Farms Rd., Suite 204
Palm Beach Gardens, Fl. 33410

ARTICLE VII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the members is subject to this reservation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 11380 Prosperity Farms Rd., Suite 204, Palm Beach Gardens, Florida 33410, and the name of the initial registered agent of this corporation at that address is MITCHELL J. BEERS, ESQ.

ARTICLE IX - PRINCIPAL OFFICE AND MAILING ADDRESS


The initial principal office of the corporation shall be located at

11380 Prosperity Farms Road
Suite 204
Palm Beach Gardens, Fl.33410

and the mailing address of the corporation shall be

4314 Danielson Drive
Lake Worth, Fl. 33467

IN WITNESS WHEREOF, the undersigned, being the only incorporator named for the purpose of forming a corporation not for profit to do business both without and within the State of Florida does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts therein stated are true and correct, and does respectfully agree to take the stock herein above set forth as the Incorporator accordingly has hereunto set his hand and seal this 16th day of October, 2002.


MITCHELL J. BEERS
Incorporator

FILED
02 OCT 21 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

Pursuant to and in compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That ANTHONY CARTER, JR, FOUNDATION, INC., desiring to organize under the laws of the State of Florida with its principal office in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, as indicated in the Articles of Incorporation, has named Mitchell J. Beers, Esq. 11380 Prosperity Farms Rd., Suite 204, Palm Beach Gardens, Florida 33410, as its agent to accept service of process within this state.

Dated: 10/14/02



MITCHELL J. BEERS
(Incorporator)

Having been named to accept services of process for the above stated corporation, at the place designated in the certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office and to comply with all provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 10/14/02



MITCHELL J. BEERS

*Anthony Carter, Jr. Foundation, Inc.
Articles of Incorporation
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STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH

Before me, the undersigned authority personally appeared MITCHELL J. BEERS, who is personally known to me and after being by me first duly cautioned and sworn, upon his respective oath, deposes and says that he is the party to the foregoing Articles of Incorporation and severally acknowledge the said execution by his free and voluntary acts and deeds, for himself and that the facts therein stated are truly set out.

WITNESS my hand and official seal this 16 day of October, 2002.

Mary Leah Mosca

Notary Public/ Print and Sign

My Commission Expires:



Mary Leah Mosca
MY COMMISSION # CC850057 EXPIRES
July 12, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

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