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FLORIDA NON-PROFIT CORPORATION

Rebecca Leah Berger Tuberous Sclerosis Foundation, Inc.

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CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
for
REBECCA LEAH BERGER TUBEROUS
SCLEROSIS FOUNDATION
(a Florida not for profit corporation)

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned sole incorporator, for the purpose of forming a not for profit corporation under the Florida Not For Profit Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: Rebecca Leah Berger Tuberos Sclerosis Foundation, Inc. (hereinafter, the "Corporation")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Corporation is:

P.O. Box 811805
Boca Raton, FL 33481-1805

ARTICLE III - PURPOSE

The corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law (the "Code"), particularly to subsidize the cost of treatment and therapy and to support medical research efforts for children having tuberous sclerosis and associated diseases. The corporation may also undertake any other lawful act or activities in furtherance of the foregoing exempt purpose or for which non-profit corporation may be formed under the Florida Not For Profit Corporation Act.

To further the purposes set forth above, the corporation is empowered to accept gifts, grants, devises, or bequests of funds, or any other property from any public or other governmental body and any private person, which shall include, but not be limited to, private and public foundations, corporations and individuals.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its 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 its exempt purposes. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the

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publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(1) or (2) of the Code.

ARTICLE IV - NONPROFIT STATUS

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE V - PRIVATE FOUNDATION

Notwithstanding any other provisions in these articles, at all times if or when the corporation is a private foundation within the meaning of Section 509 of the Code, it shall be subject to the following additional restrictions:

- (a) The corporation shall distribute income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.
- (b) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.
- (c) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code.
- (d) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code.
- (e) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE VI - STOCK MEMBERS

The corporation is organized upon a nonstock basis, and the corporation shall have no members.

ARTICLE VII - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific and educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to

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such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - ELECTION OF DIRECTORS

The method of election of the Corporation's directors shall be stated in Corporation's Bylaws.

ARTICLE IX - INITIAL DIRECTORS AND OFFICERS

See Exhibit A attached hereto and made a part hereof.

ARTICLE X - REGISTERED AGENT, OFFICE & SIGNATURE

The name and address of the Corporation's initial registered agent are:

Jonathan B. Berger
9604 Parkview Avenue
Boca Raton, FL 33428

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 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 as provided for in Chapter 617, F.S. (Not For Profit)

Jonathan B. Berger Signature/Registered Agent Date 3/31/05

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is:

Dennis L. Cohen, Esquire
Cohen O'Connor
1908 Market Street
Philadelphia, PA 19103

IN WITNESS WHEREOF, the undersigned, constituting the sole incorporator, has caused these Articles of Incorporation to be duly executed on this ___ day of March, 2005.

Dennis L. Cohen
Dennis L. Cohen, Sole Incorporator

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REBECCA LEAH BERGER TUBEROUS SCLEROSIS FOUNDATION, INC.**EXHIBIT A
TO
FLORIDA ARTICLES OF INCORPORATION****Directors & Officers**

NAME	TITLE	ADDRESS
Jonathan B. Berger	Member & President	9604 Parkview Ave. Boca Raton, FL 33428
Debra A. Becker-Berger	Member & Executive V.P.	9604 Parkview Ave. Boca Raton, FL 33428
Scott Berger	Member & Vice President	6270 Via Palladium Boca Raton, FL 33433
Linda Berger	Member & Vice President	6270 Via Palladium Boca Raton, FL 33433
George Ponczek	Member & Treasurer	7000 W. Palmetto Park Rd. 6270 Via Palladium Boca Raton, FL 33433
Martin Lewis	Member	1001 North South Lake Dr. Hollywood, FL 33020
Lisa Wein	Member	462 Kenaston H3R 1M9 Montreal, Canada
Theodore Wein	Member	462 Kenaston H3R 1M9 Montreal, Canada
Judith Aaronson-Ramos	Member	5906 NW 66 th Avenue Parkland, FL

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