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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12-21-06
2006

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MICHAEL I. KOTLER •
ALLAN H. SCHWARTZ
RONALD M. ZAKARIN ••

- ALSO ADMITTED IN
DISTRICT OF COLUMBIA
AND PENNSYLVANIA
- ALSO ADMITTED IN
DISTRICT OF COLUMBIA
AND NEW YORK

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ESTABLISHED 1984

DAVID C. KOTLER
SHERRY M. SCHWARTZ

PAULA GOLD (RETIRED)

December 19, 2006

Via Federal Express 7916 0391 1505
Return Federal Express 7929 0263 0154
Secretary of State
Division of Corporations
409 East Gain Street
Tallahassee, FL 32399

Re: **Incorporation of THE BARRY MAZER FOUNDATION, INC.**
File Number 6-886-4

Dear Sir/Mam:

Enclosed please find our law firm's check in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75) for the filing of the enclosed Articles of Incorporation and Certificate of Designation of Registered Agent relating to the above referenced Corporation. Please file the Articles and return a copy of the filed articles in the enclosed Federal Express envelope. Thank you for your assistance with this matter.

Very truly yours,



Michael I. Kotler

Encl.
MIK/mek



FLORIDA NONPROFIT ARTICLES OF INCORPORATION
OF
THE BARRY MAZER FOUNDATION, INC.

ARTICLE I

NAME

THE BARRY MAZER FOUNDATION, INC.

ARTICLE II

PURPOSE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is organized for the following purposes:

1. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. To raise funds for and to build a playground and for such other charitable purposes as are permitted by the laws of the United States and the State of Florida.

ARTICLE III

PROVISIONS REGARDING ACTIVITIES, EARNINGS AND DISSOLUTION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 II hereof. 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 or in

opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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 of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 4021 Ibis Point Circle, Boca Raton, Florida 33431. The initial registered agent of this corporation is ROBIN KNOWLES with his address at is 4021 Ibis Point Circle, Boca Raton, Florida 33431. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The names and addresses of the persons, a majority of whom are citizens of the United States, who are the initial board of directors of the corporation are as follows:

Name: ROBIN KNOWLES
Address: 4021 Ibis Point Circle
 Boca Raton, Florida 33431

Name: DAWN MAZER
Address: 5053 Egret Point Circle
 Boca Raton, Florida 33431

Name: RICHARD SCHWARTZ
Address: 750 Tern Point Circle
 Boca Raton, Florida 33431

Directors shall be elected in the manner stated in the bylaws of the corporation.

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

**Robin Knowles
4021 Ibis Point Circle
Boca Raton, Florida 33431**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of December, 2006.

Robin Knowles

Print Name: **Robin Knowles**

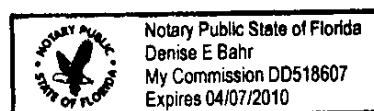
STATE OF FLORIDA)
)ss.
COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 15 day of December, 2006, by Robin Knowles, who is personally known to me (or who has produced _____ as identification) and who did take an oath.

Denise E. Bahr

(SEAL)

Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **THE BARRY MAZER FOUNDATION, INC.**, is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of **Boca Raton**, County of **Palm Beach**, State of **Florida** has named **Robin Knowles** located at **4021 Ibis Point Circle, Boca Raton, Florida 33431** as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.



Print Name: Robin Knowles
(Registered Agent)

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TALLAHASSEE, FLORIDA