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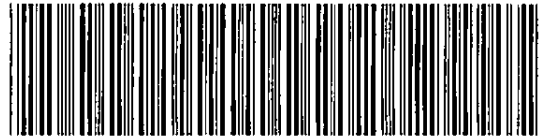
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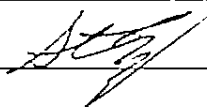
CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Frenchman's Reserve Charitable Foundation, Inc.

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Thank you Seth Neeley



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The Frenchman's Reserve Charitable Foundation, Inc.
A Florida Not-For-Profit Corporation

Article One
Name

The name of the non-profit corporation shall be The Frenchman's Reserve Charitable Foundation, Inc. (the "Foundation").

Article Two
Principal Office and Mailing Address

The Foundation's principal office and mailing address shall be at 3370 Grande Corniche, Palm Beach Gardens, Florida 33410.

Article Three
Purpose

The Foundation is formed exclusively for the benefit of and is operated exclusively to promote charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("IRC §501(c)(3)") by receiving and administering funds and making distributions directly or through exempt organizations within the meaning of IRC §501(c)(3).

Article Four
Board of Directors

The Foundation shall not have members. The Board of Directors will have authority for all affairs of the Foundation and may exercise all powers of the Foundation as permitted by federal law, state law, these Articles of Incorporation, and the By-Laws of the Foundation as in effect from time to time.

The number of directors to constitute the first Board of Directors is six (6). After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The directors of the Foundation shall be appointed and/or elected as provided in the By-Laws of the Foundation.

The names and addresses of the initial directors and officers of the Foundation are as follows:

Robert H. Diskin, Director/Treasurer
417 Savoie Drive
Palm Beach Gardens, FL 33410

Robert P. Fine, Director/President
237 Montant Drive
Palm Beach Gardens, FL 33410

Gerald I. Bresnick, Director
445 Savoie Drive
Palm Beach Gardens, FL 33410

Allen H. Cicchitelli, Director
118 Abondance Drive
Palm Beach Gardens, FL 33410

Bruce W. Weinstein, Director/Secretary
641 Hermitage Circle
Palm Beach Gardens, FL 33410

Kathy B. Holmes, Director/Vice-President
709 Cote Azur Drive
Palm Beach Gardens, FL 33410

**Article Five
Registered Agent and Office**

The name of the initial registered agent and registered office in the State of Florida for the Foundation are:

Jack B. Owen, Jr.
4500 PGA Blvd., Suite 200
Palm Beach Gardens, Florida 33418

**Article Six
Name and Address of the Incorporator**

The names and address of the incorporator is:

Jack B. Owen, Jr.
4500 PGA Blvd., Suite 200
Palm Beach Gardens, Florida 33418

**Article Seven
Duration**

The Foundation's period of duration is perpetual.

**Article Eight
Dissolution**

Upon the dissolution of the Foundation, the Board of Directors will, after paying or making provision for the payment of all liabilities of the Foundation, distribute all Foundation assets to

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one or more organizations organized and operated exclusively for charitable purposes that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

If any assets are not distributed as provided in the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the Foundation is then located, will dispose of those assets exclusively for charitable purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as the court shall determine.

Article Nine Restrictions

No part of the net earnings or assets of the Foundation shall inure to the benefit of, or be distributed to its directors, officers, or other persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose of the Foundation. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation 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 Foundation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under IRC §501(c)(3), 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.

Article Ten By-Laws

The Board of Directors shall adopt, amend, and repeal from time to time, the By-Laws of the Foundation.

Article Eleven Amendments

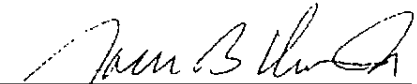
The Foundation may amend these Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the non-profit corporation in any manner or for any purpose contrary to the provisions of IRC §501(c)(3).

Article Twelve Miscellaneous

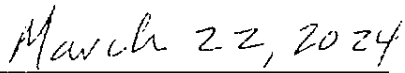
All general or specific references to the Internal Revenue Code are to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or hereafter amended.

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I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Jack B. Owen, Jr., Incorporator



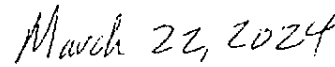
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Jack B. Owen, Jr., Registered Agent



Date

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