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January 3, 1995

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: THE DR. BERNARD STEINBERGER NATIONAL
FRAGILE-X-SYNDROME FOUNDATION

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 25 AM 10:17

Dear Sirs:

Enclosed herewith please find an original and copy of Articles of Incorporation for the above-named not-for-profit corporation. I also enclose a check in the sum of \$122.50 payable to the order of the Florida Secretary of State.

Please file these Articles and return a "certified" copy to this office.

Thank you for your cooperation.

Very truly yours,

FRANK J. BENNARDO

FJB/lar
encs.

W95.429

513, 634, 615

KAN 1-9



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1995

FRANK J. BENNARDO, ESQ.
P.O. BOX 1036
BOCA RATON, FL 33429-1036

SUBJECT: THE DR. BERNARD STEINBERGER NATIONAL FRAGILE-X-
SYNDROME FOUNDATION
Ref. Number: W95000000429

We have received your document for THE DR. BERNARD STEINBERGER NATIONAL FRAGILE-X-SYNDROME FOUNDATION and your check(s) totaling \$122.50. However the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return 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 (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 895A00000738

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 25 AM 10:17

THE DR. BERNARD STEINBERGER NATIONAL
FRAGILE-X-SYNDROME FOUNDATION, INC.

(A Corporation Not-For-Profit)

WE, the undersigned, all natural persons of the age of eighteen (18) years or more, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as contained in Chapter 617 of the Florida Statutes, do hereby set forth as follows:

ARTICLE I

NAME

The name of the corporation is THE DR. BERNARD STEINBERGER NATIONAL FRAGILE-X-SYNDROME FOUNDATION, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The purposes of this corporation are:

A. To receive and administer funds for scientific, educational, and charitable purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise, either absolutely or jointly with any other person, persons, or corporation, any property, real, personal, tangible, or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey or otherwise dispose of any

such property and to invest, reinvest, or deal with the principal or income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the By-Laws of the Corporation, or any laws applicable thereto.

B. Without limiting the generality of the foregoing, one of the principal purposes of the Corporation shall be to educate and support professionals, parents, and the public regarding diagnosis and treatment of the fragile X syndrome and other forms of X-linked mental retardation in order to detect, prevent, control and eliminate X-linked and related diseases. The Corporation shall support and promote research pertaining to X-linked mental retardation in the areas of biochemistry, genetics, and clinical applications.

C. In general, to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida with the goal of accomplishing any of the purposes of the Corporation.

D. The purposes for which the Corporation is organized shall be confined to those which are strictly scientific, educational and charitable.

E. The Corporation shall not engage nor shall any of its funds, property or income be used in carrying on propaganda or

otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

F. The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 of the corresponding provision of any future United States Internal Revenue Law.

G. Such other purposes as may from time to time be provided for in the By-Laws of the Corporation, provided always that said purposes shall always be philanthropic, eleemosynary and benevolent.

ARTICLE IV

SUBSCRIBERS

The names and street addresses of the subscribers of this corporation are as follows:

Bernard Steinberger, M.D.	3908 So. Ocean Blvd., TH#4 Highland Beach, FL 33487
Sandy Berkowitz	3908 So. Ocean Blvd., TH#4 Highland Beach, FL 33487
Robert M. Steinberger, M.D.	1181 Old Country Road Plainview, NY 11803
Gregory Raffa, Sr.	2060 Crest Road Mutton Town, NY 11791
Howard Kotkin	14 Willa Way Massapequa, NY 11758

ARTICLE V

MANAGEMENT

A. The affairs of the Corporation shall be managed and directed by a Board of Directors consisting initially of five (5) persons. The number of Directors may be increased from time to time as provided in the By-Laws, but shall not be less than five (5) nor more than nine (9).

B. The Directors who shall serve first election of the Board of Directors are:

Bernard Steinberger, M.D.	3908 So. Ocean Blvd., TH#4 Highland Beach, FL 33487
Sandy Berkowitz	3908 So. Ocean Blvd., TH#4 Highland Beach, FL 33487
Robert M. Steinberger, M.D.	1181 Old Country Road Plainview, NY 11803
Gregory Raffa, Sr.	2060 Crest Road Mutton Town, NY 11791
Howard Kotkin	14 Willa Way Massapequa, NY 11758

C. The Directors shall be elected as provided in the By-Laws. The Directors may create an executive committee as provided for in the By-Laws.

ARTICLE VI

MEMBERSHIP

The members of the Corporation shall be any person, firm or corporation who shall contribute to the Corporation. They shall be admitted upon the contribution being accepted by the Corporation, which shall have the option of refusing any contribution.

ARTICLE VII

NAMES OF OFFICERS

The names of the officers who are to manage the affairs of this Corporation until the first election of officers are:

President	BERNARD STEINBERGER, M.D.
Vice President	ROBERT M. STEINBERGER, M.D.
Assistant Vice President	GREGORY RAFFA, SR.
Secretary	SANDY BERKOWITZ
Treasurer	HOWARD KOTKIN

The officers shall be elected and hold office as provided in the By-Laws.

ARTICLE VIII

AMENDMENT OF BY-LAWS

The Board of Directors may make, alter, amend or repeal the By-Laws at any meeting of the Directors by a two-thirds (2/3rds) vote of a quorum of the Board provided that notice in writing of the proposed change shall have been given to each Director at least fifteen (15) days before such meeting.

ARTICLE IX

REGISTERED AGENT, REGISTERED OFFICE AND PRINCIPAL OFFICE

The Registered Agent for this Corporation shall be Sandy Berkowitz. The registered office and principal office shall be located at 3908 So. Ocean Boulevard, TH#4, Highland Beach, FL 33487.

ARTICLE X

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of

Directors at any meeting of the Directors by a two-thirds (2/3rds) vote of a quorum of the Board provided that notice in writing of the proposed change shall have been given to each Director at least fifteen (15) days before such meeting.

ARTICLE XI

LIMITATION OF POWERS

Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE XII

DEDICATION OF ASSETS

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 29th day of December, 1994.


BERNARD STEINBERGER, M.D.


SANDY BERKOWITZ

SEE ATTACHED SEPARATE SIGNATURES

ROBERT M. STEINBERGER, M.D.

GREGORY RAFFA

HOWARD KOTKIN

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to administer oaths and take acknowledgements, personally appeared BERNARD STEINBERGER, M.D. and SANDY BERKOWITZ, to me known to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above-named persons: personal knowledge.

WITNESS my hand and official seal in the County and State last aforesaid, this 24th day of December, 1994.

Margaret R. Koenig
Notary Public

My Commission expires:



STATE OF NEW YORK)
COUNTY OF NASSAU) SS.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to administer oaths and take acknowledgements, personally appeared ROBERT M. STEINBERGER, M.D. to me known to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named persons: _____.

WITNESS my hand and official seal in the County and State last aforesaid, this _____ day of _____, 1994.

Notary Public

My Commission expires:

STATE OF NEW YORK)
COUNTY OF NASSAU) SS.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to administer oaths and take acknowledgements, personally appeared GREGORY RAFFA, SR. to me known to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form_ of identification of the above-named persons: _____

WITNESS my hand and official seal in the County and State last aforesaid, this _____ day of _____, 1994.

Notary Public

My Commission expires:

STATE OF NEW YORK)
COUNTY OF NASSAU) SS.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to administer oaths and take acknowledgements, personally appeared HOWARD KOTKIN to me known to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form_ of identification of the above-named persons: _____

WITNESS my hand and official seal in the County and State last aforesaid, this _____ day of _____, 1994.

Notary Public

My Commission expires:

x 
ROBERT M. STEINBERGER, M.D.

GREGORY RAFFA

HOWARD KOTKIN

STATE OF NEW YORK)
COUNTY OF NASSAU) SS.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to administer oaths and take acknowledgements, personally appeared ROBERT M. STEINBERGER, M.D. to me known to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named persons: N.Y.S. Drivers License.

WITNESS my hand and official seal in the County and State last aforesaid, this 21st day of December, 1994

+ *Robert J. [Signature]*
Notary Public

My Commission expires:

Commission Expires January 28, 1996

ROBERT M. STEINBERGER, M.D.

X *Greg. W. Raffa*
GREGORY RAFFA

HOWARD KOTKIN