



THE UNITED STATES
CORPORATION
COMPANY

N970000006889

ACCOUNT NO. : -072100000032

REFERENCE : 630350 4707734

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

ORDER DATE : December 10, 1997

ORDER TIME : 9:26 AM

ORDER NO. : 630350-005

CUSTOMER NO: 4707734

CUSTOMER: Ms. Nancy Sylvester
JLM INDUSTRIES, INC.

900002369199-2

8675 Hidden River Parkway

Tampa, FL 33637

DOMESTIC FILING

NAME: THE MACDONALD FAMILY
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 DEC 11 AM 11:58
RECEIVED
97 DEC 11 AM 10:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dmc
12-11-97

ARTICLES OF INCORPORATION

of

The Macdonald Family Foundation, Inc.

FILED

97 DEC 11 AM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: **The Macdonald Family Foundation, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**8675 Hidden River Parkway
Tampa, Florida 33637**

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

(a) To provide financial aid to recognized charitable, educational, scientific organizations and hospitals which have been granted tax-exemption under the laws of the United States.

(b) To establish a scholarship fund or funds for needy students irrespective of race, color or creed, to enable them to (i) continue their schooling, including parochial school and private, trade or business school; and (ii) foster and develop their special talents and aptitudes.

(c) To promote religious, charitable, scientific, literary or educational works; and, without limiting the generality of the foregoing in the absolute discretion of the board of directors, to make donations, gifts, contributions and loans without interest out of its annual net income or assets or both (without limit as to the amount going to any one recipient, or, in the aggregate, to all recipients), to or for the use of any and all corporations, organizations, foundations, institutions

Notwithstanding any other provisions of these Articles, the corporation is organized exclusively for one or more of the purposes as specified in Section

501(c)(3) of the Internal Revenue Code of 1986 ("IRC"), and shall not carry on any of the activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501(c) (3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporation's assets on dissolution of the corporation.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after payment of all necessary expenses thereof, be distributed to organizations that qualify under IRC 501(c) (3), or any corresponding provisions of any subsequent Federal tax laws, or to the Federal government or to State or local governments for a public purpose.

In any year in which the corporation is a private foundation as described in IRC 509(a), the corporation shall distribute its income for said period in such time and manner as not to subject it to tax under IRC 4942, and the corporation shall not (a) engage in any act of self dealing as defined in IRC 4941(d); (b) retain an excess business holdings as defined in IRC 4943(c); (c) make any investments in such a manner as to subject the corporation to tax under IRC 4944; or (d) make any taxable expenditures as defined in IRC 4945 (d) or any corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

as provided for in the bylaws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

**John L. Macdonald
8675 Hidden River Parkway
Tampa, Florida 33637**

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

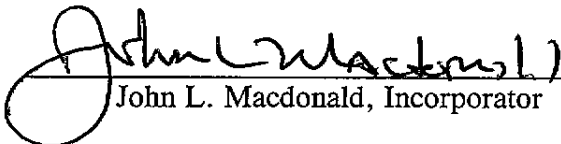
John L. Macdonald
8675 Hidden River Parkway
Tampa, Florida 33637

ARTICLE V DIRECTORS

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

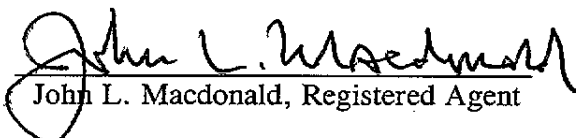
<u>Name</u>	<u>Address</u>
John Macdonald	8675 Hidden River Parkway Tampa, FL 33637
Derry Macdonald	8675 Hidden River Parkway Tampa, FL 33637
Maxwell Stolzberg	199 Rogers Drive Scarsdale, NY 10583

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


John L. Macdonald, Incorporator

12/9/97
Date

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 the 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.


John L. Macdonald, Registered Agent

12/9/97
Date