

Charter Number Only

19800000 1979

Craig Donoff, P.A.

Requestor's Name

18305 Biscayne Blvd #300

Address

Aventura, FL 33160

City

State

ZIP

Phone

935-0496

VALIDATION ONLY

200002479432-1
-04/06/98-01027-011
****122.50 ****122.50

CORPORATION(S) NAME

The Carey E. Nelson & Kenneth W. Nelson
Charitable Family Foundation, INC.

Marked Empire
auth to
correct name
in 4/6/98
corp

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input checked="" type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Will Wait	<input type="checkbox"/> Mail Out	<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

FILED
98 APR -6 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cert copy

RECEIVED
98 APR -6 AM 10:09
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028



CRAIG DONOFF, J.D., LL.M.
Certified Tax Attorney
LIVING TRUST AND ESTATE PLANNING

Ryan S. Ratner, J.D.
LIVING TRUST AND ESTATE PLANNING

OF COUNSEL
DAVID H. BURSTYN
PERSONAL INJURY
LEON BEDRICK
ESTATE PLANNING, WILLS AND TRUSTS

LAW OFFICES
CRAIG DONOFF, P. A.
PROFESSIONAL ASSOCIATION
18305 BISCAYNE BOULEVARD
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AVENTURA, FLORIDA 33160

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BOCA RATON OFFICE:
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6100 GLADES ROAD
BOCA RATON, FLORIDA 33434

TELEPHONE (561) 451-8220
1-(800) - 989-0755
FAX (561) 451-8223

March 30, 1998

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

Re: **The Carey E. Nelson & Kenneth W. Nelson
Charitable Family Foundation, Inc.
Articles of Incorporation**

Gentlemen:

Enclosed please find the original and one copy of the above referenced Articles and our check for filing fees in the amount of \$122.50.

Also enclosed is a Resident Agents Acceptance Form as required by F.S. 48.091.

Thank you for your prompt attention in this matter.

Very truly yours,

CRAIG DONOFF
CD/atd

Encl.

FILED

98 APR -6 PM 12:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE CAREY E. NELSON & KENNETH W. NELSON
CHARITABLE FAMILY FOUNDATION, INC.
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

THE CAREY E. NELSON & KENNETH W. NELSON CHARITABLE ^{FAMILY} FOUNDATION, INC.
The principal place of business of this corporation shall be
901 E. Camino Real, #PH 2C, Boca Raton, FL 33432.

ARTICLE II.

(a) The organization 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 corresponding section of any future federal tax code. The organization is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes hereinabove set forth.

Prepared by:
CRAIG DONOFF, ESQ.
Florida Bar No. 179959
6100 Glades Road, Suite 204
Boca Raton, FL 33434
Telephone: (305) 935-0496

(b) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of any future federal tax code.

(c) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the

principal office of the organization 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.

(d) Notwithstanding any other provisions of these articles:

1. The Corporation shall distribute its 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 Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

2. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

3. The Corporation shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.

ARTICLE III.

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons as from time to time may become members by approval of the Board of Directors.

ARTICLE IV.

The name and street address of the incorporator to these Articles of Incorporation is

Craig Donoff, Esq.
6100 Glades Road, Suite 204
Boca Raton, Florida 33434

ARTICLE V.

This corporation is to exist perpetually.

ARTICLE VI.

The business of this corporation shall be managed by the Board of Directors. This corporation shall never have fewer than three Directors initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three.

The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and addresses of the persons who are to serve as directors for the ensuing year are:

CAREY E. NELSON - 901 E. Camino Real, #PH2C, Boca Raton, FL 33432
KENNETH W. NELSON- Address same as above.
KEITH R. NELSON - Address same as above.

ARTICLE VII.

The officers of the corporation shall be President, Secretary and Treasurer and such other officers as may be provided in the Bylaws.

ARTICLE VIII.

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

The street address of the initial registered office of this corporation shall be 6100 Glades Road, Suite 204, Boca Raton, FL 33434, and the name of the initial registered agent of the corporation at that address is CRAIG DONOFF.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 2nd day of April, 1997.

By C. Ull

CRAIG DONOFF

ACKNOWLEDGMENT OF REGISTERED AGENT:

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.

C. Ull
CRAIG DONOFF

STATE OF FLORIDA)

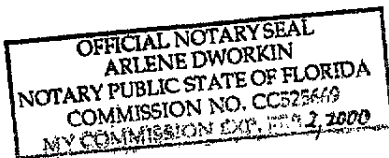
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, the foregoing instrument was acknowledged and executed before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared CRAIG DONOFF, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this 2nd day of April, 1998.

Arlene Dworkin
NOTARY PUBLIC, State of
FL at Large

My Commission Expires:



FILED
98 APR -6 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA