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AUTHORIZATION :

Patricia Pyjunt

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CUSTOMER NO: 7108498

CUSTOMER: Richard J. Alan Cahan, Esq
RICHARD J. ALAN CAHAN, P.A.
RICHARD J. ALAN CAHAN, P.A.
C/o Becker & Poliakoff, P.a.
5201 Bluelagoon Dr., Suite 100
Miami, FL 33126

DOMESTIC FILING

NAME: DONALD A. BURNS 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: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 PM 3:25

RECEIVED
98 NOV 13 PM 1:51
[Signature]

ARTICLES OF INCORPORATION

OF

DONALD A. BURNS FOUNDATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 PM 3:25

The undersigned incorporators hereby submit these Articles of Incorporation, pursuant to Chapter 617.0202, Florida Statutes.

ARTICLE I

The name of the corporation is **DONALD A. BURNS FOUNDATION, INC.**, and the mailing address and principal office of the corporation are 450 Royal Palm Way, Suite 450, Palm Beach, Florida 33480.

ARTICLE II

The duration of this corporation is perpetual, unless dissolved according to law.

ARTICLE III

The purposes for which the corporation is organized are:

1. The purposes for which the corporation is organized are exclusively for charitable, scientific, literary, or educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as Amended, or the corresponding provision of any future United States Internal Revenue law.

2. To promote educational and social institutions and undertakings in any place the members of the corporation may deem proper, and to this end to take, receive by gift, donation, devise, bequest or otherwise, any property, real, personal or mixed, to hold, own, buy, sell, lease, mortgage, or encumber and improve real, personal and mixed property for itself or others in trust or otherwise; to take and receive in any manner, to hold, own, lease, buy, sell, mortgage or encumber real, personal or mixed property employed and used for educational, charitable or benevolent purposes, with full power and authority to mortgage, pledge or otherwise encumber or dispose of any such real, personal and mixed property and shall have full power to execute deeds, mortgages, bills of sale, leases, rental and sales contracts and such other instruments of writing as may be necessary from time to time to carry out such powers and authority, and in furtherance of any and all of the objects and purposes herein mentioned or of any other lawful power or purposes; to have all rights, powers, privileges and immunities commonly held and enjoyed by corporations of this character, organized and existing under the laws of the State of Florida.

3. Any other lawful purposes in which corporations not for profit may engage under Florida law.

4. Notwithstanding any other provision of these Articles, this organization shall not carry on or participate in any activities not permitted to be carried on by an organization exempt

from federal income tax under § 501(c)(3) of the Internal Revenue Code of 1986, as Amended, or the corresponding provision of any future United States Internal Revenue law (the "Prohibited Activities"). Such Prohibited Activities include but are not limited to activities which consist of disseminating propaganda or otherwise attempting to influence legislation and participating in, or intervening in (including the publishing of distributing of statements) any political campaign on behalf or in opposition to any candidate for public office.

ARTICLE IV

The qualifications of the members of this corporation shall be as provided in the By-Laws. The manner of admission of members shall be as prescribed in the By-Laws of the corporation.

ARTICLE V

The street address of the initial registered office of the corporation is 1201 Hayes Street, Tallahassee, Florida 32301 and the name of its initial registered agent at such address is Corporation Service Company, whose address is also 1201 Hayes Street, Tallahassee, Florida 32301.

ARTICLE VI

The rules and method for election of directors and the number of directors shall be as provided in the By-Laws, but shall not be less than three. The number of the directors constituting the initial Board of Directors of the corporation is 3, and the names

and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Donald A. Burns	235 S. COUNTY ROAD, SUITE 204 PALM BEACH, FL 33480
Leslie L. Merrick	2716 Stanford Dallas, Texas 75225
Nicholas N. Merrick	2716 Stanford Dallas, Texas 75225

ARTICLE VII

This corporation is organized under a non-stock basis.

ARTICLE VIII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in §§ 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as Amended, or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusively public purposes.

ARTICLE IX

The names and addresses of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Richard J. Alan Cahan	c/o Becker & Poliakoff, P.A. 5201 Blue Lagoon Drive, Suite 100 Miami, Florida 33126

ARTICLE X

In addition to any provisions in the By-Laws or the Laws of the State of Florida, the Corporation hereby agrees that it shall indemnify and hold its officers and directors harmless from and against any and all claims, causes of action or damages incurred by such officers and directors in furtherance of their duties to the Corporation.

ARTICLE XI

The By-Laws of this Corporation may be amended by a vote of a majority of the members of the board of directors, from time to time.

ARTICLE XII

This corporation shall have those officers designated in the By-Laws from time to time.

IN WITNESS WHEREOF, the undersigned being the incorporators of this corporation have executed these Articles of Incorporation.

Dated this 12th day of November, 1998.



RICHARD J. ALAN CAHAN

STATE OF FLORIDA

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:SS.:

COUNTY OF DADE

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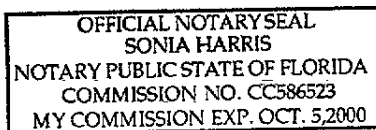
BEFORE ME, the undersigned authority, personally appeared RICHARD J. ALAN CAHAN, to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me, and who did/did not take an oath.

WITNESS my hand and official seal this 12th day of November, 1998.



SONIA HARRIS, NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above Corporation,
at the place designated in the Articles of Incorporation, I hereby
agree to act in that capacity.

Corporation Service Company

By: Deborah H. Skipper as agent

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