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FR:	ROSEMARIE HEN 2607 NE 8TH AVE WILTON MANOR	NUE #9
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Name Reserva	tion Limited Partnership Reinstatement Trademark	W-27492
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 9, 1998

ROSEMARIE HENRY 2607 NE 8TH AVE. #9 WILTON MANORS, FL 33334

SUBJECT: THE REGINALD A. BURTON FOUNDATION, INC. Ref. Number: W98000027492

We have received your document for THE REGINALD A. BURTON FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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 (850) 487-6878.

Alan Crum Document Specialist

Letter Number: 098A00058063



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 28, 1998

R. A. HENRY 2607 NE 8TH AVENUE #9 WILTON MANORS, FL 33334

SUBJECT: THE REGINALD A. BURTON FOUNDATION, INC. Ref. Number: W98000027263

We have received your document for THE REGINALD A. BURTON FOUNDATION, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 298A00060555

ARTICLES OF INCORPORATION OF THE REGINALD A. BURTON FOUNDATION, INC. A Florida not-for-profit Corporation

ARTICLE 1 - NAME

The name of this corporation shall be The Reginald A. Burton Foundation, Inc., a corporation not for profit.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

2607 NE 8th Avenue, Apt. 9 Wilton Manors, FL 33334

ARTICLE III - PURPOSE

The purpose of the corporation is to provide charitable assistance, in the form of services and donated articles, to clinics and sick patients in the rural areas of the Island of Jamaica, West Indies.

ARTICLE IV- INITIAL REGISTERED OFFICE AND AGENT

The street address for the initial registered office of this corporation is 2607 NE 8th Avenue #9, Wilton Manors, FL 33334.

The name of the initial registered agent of this corporation at that address is Rosemarie Henry.

ARTICLE V- INCORPORATOR

The name and the address of the Incorporator signing these articles is: Rosemarie Henry, 2607 NE 8th Avenue #9, Wilton Manors, FL 33334.

ARTICLE VI - TAX EXEMPTION

The corporation is a not for profit corporation. The specific and primary purposes for which this corporation is formed and organized are:

(a) To operate for the advancement of charity and education and for other charitable purposes, by the provision of services and the distribution of its funds for those purposes, and particularly for the provision of charitable assistance to indigent and hospitalized patients in the rural areas of the Island of Jamaica, West Indies.

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Articles Reginald A. Burton Foundation, Inc. Page 2

- (b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including for those purposes, the making of distributions to organizations which qualify as tax exempt organizations under the Code.
- (c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Director s may be either increased or decreased from time to time by the Bylaws, but in no event shall the number be less than three (3). The names and addresses of the initial Board of directors of this corporation are:

Robert A. Henry 2607 N.E. 8th Avenue #9 Wilton Manors, FL 33334

Margaret Forrester 141 Livingston Avenue Yonkers, NY 10705

Diana Pearce 9802 N. Grand Duke Circle Tamarac, FL 33321

ARTICLE VIII - BOARD OF DIRECTORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the members

ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

Articles Reginald A. Burton Foundation, Inc. Page 3

ARTICLE X - REVENUE

No part of the net earnings of the corporation shall insure the benefits of or be distributed to its members, Directors, or other private persons, except that the corporation shall be authorizes and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or other wise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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), or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the Corresponding provision of any future United States Revenue Law).

ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the Corresponding provision of any future United States Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Date:

Rosemarie Henry

Articles Reginald A. Burton Foundation, Inc. Page 4

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with section 607.0501, Florida Statues, the following is submitted:

First that the Reginald A. Burton Foundation, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Rosemarie Henry, a Florida resident, as its agent to accept services of process within Florida

Date:

Rosemarie Henry

Second, having been named to accept service of process for the above stated Corporation at the place designated in the certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statues relative to the proper performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date:

Rosemarie Henry

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