

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
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N96000005080

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 107168 5030190

AUTHORIZATION : *Patricia Puyitt*

COST LIMIT : \$ 122.50

ORDER DATE : October 2, 1996

ORDER TIME : 10:06 AM

ORDER NO. : 107168

300001968858

CUSTOMER NO: 5030190

CUSTOMER: Peter B. Weiss, Esq
LAUFER & BERMAN, P.C.

15 Maiden Lane
17th Floor
New York, NY 10038

FILED
96 OCT -3 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: LEITER'S LANDING FOUNDATION
INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

Smc 10.3.96

RECEIVED
96 OCT -3 AM 10:59
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

LEITER'S LANDING FOUNDATION INC.

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TALLAHASSEE COUNTY FLORIDA

ARTICLE II

Principal place of business and mailing address

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

C/O THE WILLOUGHBY GROUP, 12 West 23rd St., 4th Floor
New York, N.Y. 10010

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is(are): NOT FOR PROFIT :

To finance youth related activities, medical research and educational scholarships. Groups that will receive contributions include but are not limited to schools, religious organizations youth programs and inner city community groups.. The Corporation will not specifically limit it's contributions to youth groups alone.

ARTICLE IV

Manner of election of directors

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

As per the By Laws of the Corporation

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

96 OCT -3 7:42:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

LEITER'S LANDING FOUNDATION INC.

(must include suffix)

2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

TALLAHASSEE, FLORIDA 32301

(CITY/STATE/ZIP)

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.

By: Walter Belcher, Dist V.P.

(SIGNATURE)

10/2/96
(DATE)