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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

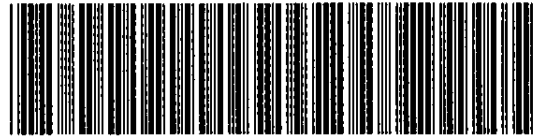
(Business Entity Name)

(Document Number)

Certified Copies Certificates of Status _____

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[Handwritten Signature]
1-14-14

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Birthright Israel Foundation, Inc.
Name of Corporation – must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Status" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

S. David Shapiro

Name of Person

Birthright Israel Foundation

Firm/Company

33 East 33rd St., 7th Floor

Address

New York, NY 10016

City/State and Zip Code

david.shapiro@birthrightisrael.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

S. David Shapiro

Name of Person

at (212) 457-0046

Area Code & Daytime Telephone Number

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Birthright Israel Foundation, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York 3. 13-4092050
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/10/1999 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 06/01/2013
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 33 East 33rd St., 7th Floor, New York, NY 10016
(Principal office address)
- 500 Australia Ave. S., Suite #644, West Palm Beach, FL 33401
(Current mailing address)

8. CONDUCT AND SUPPORT ACTIVITIES, VIA FUNDRAISING EFFORTS, THAT INCLUDE FACILITATING VISITS TO ISRAEL OF INDIVIDUALS OF JEWISH DESCENT.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)


Name: Carole-Ann Levine

Office Address: 500 Australia Ave. S., Suite #644

West Palm Beach, Florida 33401
(City) (Zip Code)

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SECRETARIAT OF FLORIDA
DIVISION OF CORPORATIONS

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors

A. DIRECTORS

Chairman: Joshua Nash

Address: 1 Rockefeller Plaza, 20th Floor, NY, NY 10020

Vice Chairman: Laurie Blitzer

Address: 16 West 68th St., Apt. 2, NY, NY 10023

Director: Sander Levy (Treasurer)

Address: 787 7th Ave., 34th Floor (c/o Willkie Farr), NY, NY 10019

Director: See attached for full list.

Address: _____

B. OFFICERS

President: David Fisher

Address: 33 East 33rd St., 7th Floor, New York, NY 10016

Vice President: _____

Address: _____

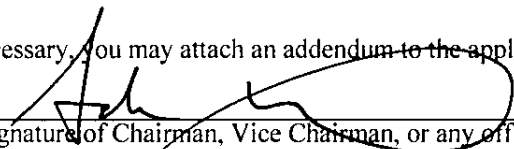
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sander Levy _____
(Typed or printed name and capacity of person signing application)

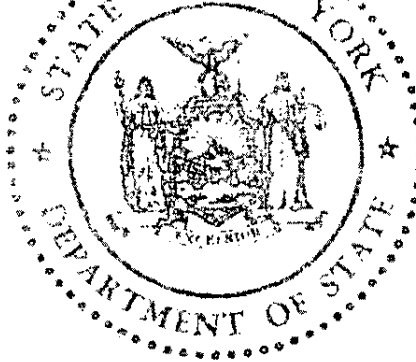
First	Last	Main Address	City 1	ST 1	Zip 1	Board Title
Madlyn	Abramson	Quail Hill Farm, 1086 Pentlyn-Blue Bell Pike	Blue Bell	PA	19422	
Sara	Aronson	210 Kent Road	Waban	MA	02468	
Laune	Blitzer	16 West 68th Street, Apartment 2	New York	NY	10023	Vice Chair
Charles R.	Bronfman	445 Park Avenue - Suite 16A	New York	NY	10022	
Mark	Charendoff	240 Grand Avenue, 2nd Floor	Englewood	NJ	07631	
Susie	Gelman	11 West Lenox Street	Chevy Chase	MD	20815	Chair Emeritus
Joe	Gutman	900 North Michigan Avenue, Suite 1100	Chicago	IL	60611	
Jon	Jacobson	200 Clarendon Street, 51st Floor	Boston	MA	02116	
Michael	Jesseison	445 Park Avenue, Suite 1502	New York	NY	10022	
Arlene	Kaufman	12209 Tillinghast Circle	Palm Beach	FL	33418	
Debbie	Kimel	24 Browside Avenue	Toronto	ON	M5P 2V1	Ex-Officio
Michael A.	Leven	3355 Las Vegas Boulevard South	Las Vegas	NV	89109	
Al	Levitt	1 Embarcadero Center, 30th Floor	San Francisco	CA	94111	
Judith A.	Levy	2500 South Ocean Blvd. Apt 1C3	Palm Beach	FL	33480	
Sander	Levy	787 Seventh Avenue - 34th fl.	New York	NY	10019-6099	Treasurer
David	Mamet	P.O. Box 7578	Santa Monica	CA	90406	
Joshua	Nash	1 Rockefeller Plaza, 20th Floor	New York	NY	10020	Chair
Daniel S.	Och	9 West 57th Street, 39th Floor	New York	NY	10019	Ex-Officio
Marlene	Post	200 E. 57th Street, Apt. 4A	New York	NY	10022-2863	Secretary
Michael J.	Sacks	900 North Michigan Avenue, Suite 1100	Chicago	IL	60611	
Jenna	Segal	22 West 66th Street, Apartment 22	New York	NY	10023	
Jane F.	Sherman	25001 River Drive	Franklin	MI	48025	
Stephen M.	Siderow	280 Park Ave. 5 th Floor East	New York	NY	10017	
Thomas D.	Stern	510 Madison Avenue	New York	NY	10022	
Remy	Roizen Weinstein	1001 Fifth Avenue	New York	NY	10028	

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of THE BIRTHRIGHT ISRAEL FOUNDATION was filed on 12/10/1999, under the name of THE AMERICAN FRIENDS OF BIRTHRIGHT ISRAEL INTERNATIONAL, INC., as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment THE AMERICAN FRIENDS OF BIRTHRIGHT ISRAEL INTERNATIONAL, INC., changing its name to THE BIRTHRIGHT ISRAEL FOUNDATION, was filed 05/26/2000.

A Certificate of Amendment THE BIRTHRIGHT ISRAEL FOUNDATION, changing its name to THE BIRTHRIGHT ISRAEL FOUNDATION, was filed 06/01/2001.



*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 23rd day of December two
thousand and thirteen.*

Anthony Scardino

Executive Deputy Secretary of State