

NO1000004360



ACCOUNT NO. : 072100000032

REFERENCE : 186151 7275475

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 78.75

ORDER DATE : June 14, 2001

ORDER TIME : 11:58 AM

ORDER NO. : 186151-005

CUSTOMER NO: 7275475

CUSTOMER: Ms. Judy Snook
Judy Snook

5284 Bolero Circle

Delray Beach, FL 33484

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 14 PM 12:49
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: BINAH, INC.

800004420518-17

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

2295
W01-13870

EXAMINER'S INITIALS:

FILED
2001 JUN 14 PM 1:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA
Sf 6/14/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 18, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BINAH, INC.
Ref. Number: W01000013870

We have received your document for BINAH, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6052.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 601A00036973

DIVISION OF CORPORATIONS
01 JUN 20 AM 11:32

RESUBMIT

Please give original
submission date as file date.

ARTICLES OF INCORPORATION
OF
BINAH, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I—NAME

The name of the corporation shall be: BINAH, INC.

ARTICLE II—PLACE OF BUSINESS

The principal place of business of the corporation shall be:

5284 Bolero Circle
Delray Beach, FL 33484

ARTICLE III—PURPOSE

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (a) To create and provide traditional and non-traditional religious and secular learning opportunities and programs for individuals and groups of all ages and to raise, receive and maintain a fund or funds of real property, personal property or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deeds of trust, pledge or other lien; or the assumption thereof.
- (c) To engage in, conduct and carry on any business or undertaking for the improvement of property owned by the corporation or in which it may have an interest.
- (d) To build, purchase, take, receive, lease or otherwise acquire, own, hold, use, maintain, alter, repair and improve, sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of buildings, structures, works and improvements of all kinds; to plan, establish, furnish, decorate, equip, improve, maintain, lease, sublease, sell, convey, exchange and transfer space, offices, rooms, suites and apartments; and to manufacture, purchase or otherwise acquire, own, use, install, maintain, repair, operate and deal in and with, and sell, mortgage, pledge, lease, or otherwise dispose of fixtures, improvements and furnishings of all kinds and any articles, materials, machinery, equipment and property used for or in connection with any business or property of the corporation.
- (e) To enter into, perform and carry out contracts of any kind necessary to or in connection with or incidental to the accomplishment of any one or more of the purposes of the corporation.

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TALLAHASSEE FLORIDA

- (f) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deeds of trust, pledge or other lien; or the assumption thereof.
- (g) To engage in any and all lawful acts or activities related to any of the above.
- (h) To transact any and all lawful business for which not-for-profit corporations may be incorporated under Chapter 617, Florida Statutes.

ARTICLE IV—MANAGEMENT

The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than 3 and not more than 5 persons. Directors shall be elected or removed in accordance with the procedures provided in the Bylaws.

The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. These officers shall be elected and shall hold office in the manner provided in by th Bylaws of the Corporation.

ARTICLE V—INITIAL OFFICERS AND DIRECTORS

The names and residence addresses of the officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

Judy Snook, President	5284 Bolero Circle, Delray Beach, FL 33484
Melvin Kalfus, Vice President	22876 Sterling Lakes Drive, Boca Raton, FL 33433
Florence Haber, Secretary	15401 Pembridge Avenue. #A-8, Delray Beach, FL 33484
Judy Snook, Treasurer	5284 Bolero Circle, Delray Beach, FL 33484

ARTICLE VI—REGISTERED AGENT

The Registered Agent for the corporation shall be PETER B. WEINTRAUB, and the Registered Office shall be located at:

1701 W. Hillsboro Blvd., Suite 301
Deerfield Beach, Florida 33442

ARTICLE VII—SUBSCRIBER

The name and street address of the subscriber to the Articles of Incorporation is JUDY SNOOK, who address is 5284 Bolero Circle, Delray Beach, Florida 33484.

ARTICLE VIII—DURATION

This corporation shall have perpetual existence.

ARTICLE IX—BYLAWS AND AMENDMENTS

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of Board of Directors; provided, however, that notice thereof, which shall include the text of the Bylaws or change, has been furnished in writing to each voting member at least ten days prior to the meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member at least ten days prior to the meeting, at which such Articles of Incorporation changes is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to Articles of Incorporation of not-for-profit corporations.

ARTICLE X—GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its directors and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE XI—INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XII—PROHIBITED ACTIVITIES

The Corporation shall not:

1. attempt to influence legislation as a substantial part of its activities;
2. allow any part of its net income to inure to the benefit of officers or directors of the Corporation or to any other individuals except in the furtherance of its charitable purposes;
3. Participate to any extent in any political campaign for or against any candidate for public office;
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c) (3) of the Internal Revenue code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII—DEDICATION OF ASSETS

ARTICLE XIII—DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 13th day of June, 2001.



JUDY SNOOK, President

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared JUDY SNOOK to me well known to me to be the person described in the foregoing Articles of Incorporation and who acknowledged before me that she executed such articles of Incorporation for the purposes therein expressed.

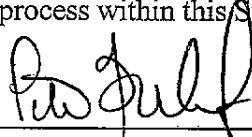
WITNESS my hand and official seal this 13th day of June, 2001.

 Nina M. Threlkeld
Commission # CC 761988
Expires August 23, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.


NOTARY PUBLIC
My Commission Expires:

**CERTIFICATE ACCEPTING DESIGNATION
AS
REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of:
and agree to serve as its agent to accept service to process within this State at its Registered Office.



PETER B. WEINTRAUB

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