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FLORIDA PROFIT/NON PROFIT CORPORATION  
JEWISH COMMUNITY LEARNING CENTER INC.

Certificate of Status	1
Certified Copy	0
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14 NOV 18 PM 4:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 19 2014

T. SCOTT

**ARTICLES OF INCORPORATION  
OF  
JEWISH COMMUNITY LEARNING CENTER INC.  
(A Florida Not-For-Profit Corporation)**

RECORDED & INDEXED  
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1.

**NAME**

The name of the corporation shall be Jewish Community Learning Center Inc. (the "Corporation").

2.

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation shall be 19340 NE 18th Place, Miami, FL 33179.

3.

**PURPOSE**

This Corporation is a not-for-profit corporation, organized and to be operated exclusively for charitable purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and not for pecuniary profit. More specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

(a) To own and operate an Orthodox Jewish educational institute and synagogue through leadership, guidance of programs for individuals, families and groups of people in order to foster and sponsor Jewish general education, the education of its members, traditional Judaism and the importance of Israel and emphasizing Orthodox Jewish life.

(b) To carry on such other activities in furtherance of the foregoing purposes as are lawful and proper for corporations formed under the Florida Not-for-Profit Corporation Act and are exempt from federal income tax under section 501(c)(3) of the Code.

4.

**MEMBERSHIP**

The Corporation shall have no members.

Certain participants in the Corporation's activities may be considered "members" for certain purposes, but such participants shall not be treated as members of the Corporation within the meaning of Chapter 617 of the Florida Statutes.

5.

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 19340 NE 18th Place, Miami, FL 33179, and the name of the Corporation's initial registered agent at that address is Rabbi Ariel Yeshurun.

6.

**BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors. The number of directors shall initially be three. The number of directors may be increased or decreased from time to time as set forth in the Bylaws of the Corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be as set forth in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as the initial members of the Board of Directors of the Corporation are as follows:

Rabbi Ariel Yeshurun  
19340 NE 18th Place  
Miami, FL 33179

Paula Hertzberg  
19340 NE 18th Place  
Miami, FL 33179

Clara Kassin  
19340 NE 18th Place  
Miami, FL 33179

7.

**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

Rabbi Ariel Yeshurun  
19340 NE 18th Place  
Miami, FL 33179

8.

**DISSOLUTION**


Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under section 501(c)(3) of the Code (or the corresponding provision of any future federal tax laws), as selected by the Board of Directors.

9.

**LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments in furtherance of any of its charitable purposes. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in subsection (b) of section 501 of the Code), and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Code (or the corresponding provision of any future federal tax laws), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future federal tax laws).

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of November, 2014.

  
\_\_\_\_\_

Rabbi Ariel Yeshurun, Incorporator

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SECRETARY  
DIVISION

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

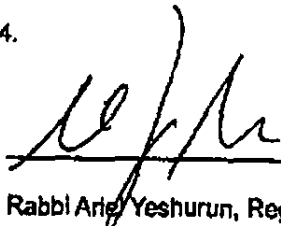
**WITNESSETH:**

That, Jewish Community Learning Center Inc., desiring to organize under the laws of the State of Florida, has named Rabbi Ariel Yeshurun, 19340 NE 18th Place, Miami, FL 33179, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 17 day of November, 2014.

  
\_\_\_\_\_  
Rabbi Ariel Yeshurun, Registered Agent

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DIVISION OF CORPORATIONS  
STATE OF FLORIDA