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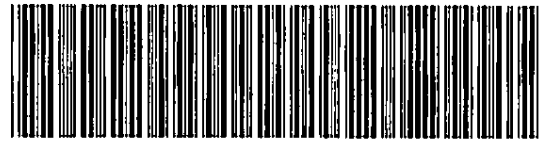
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BET SHIRA ENDOWMENT FOUNDATION, INC.

DOCUMENT NUMBER: N94000004320 - Original Articles filed 09/01/1994; Restated Articles filed 01/12/2021

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

NEAL A. ROTH, ESQUIRE

(Name of Contact Person)

GROSSMAN ROTH YAFFA COHEN, P.A.

(Firm/ Company)

2525 PONCE DE LEON BOULEVARD, SUITE 1150

(Address)

CORAL GABLES, FLORIDA 33134-6040

(City/ State and Zip Code)

nar@grossmanroth.com

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

For further information concerning this matter, please call:

NEAL A. ROTH

305

442-8666

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
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Enclosed) |
|--|--|--|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**AMENDED AND RESTATED ARTICLES OF
INCORPORATION**

OF

**FOUNDATION FOR CONSERVATIVE JUDAISM
OF SOUTH FLORIDA, INC. f/k/a BET SHIRA
ENDOWMENT FOUNDATION, INC.**

Document Number N9400004320

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TALLAHASSEE, FLORIDA

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The Board of Trustees hereby files these Restated Articles of Incorporation pursuant to the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation shall be the FOUNDATION FOR CONSERVATIVE JUDAISM OF SOUTH FLORIDA, INC. The principal place of business and mailing address of the corporation shall be: 2525 Ponce de Leon Boulevard, Suite 1150, Coral Gables, Florida 33134.

**ARTICLE II
PURPOSES & POWERS**

Section 1. Purposes.

(a) The corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") (or the corresponding provision of any future United States Internal Revenue law).

(b) The specific purpose of the Corporation is to receive, hold, invest and manage contributions from the general public or other philanthropic organizations to designated Philanthropic Funds or to an undesignated General Fund. The Corporation shall accept trusts, insurance policies, real property, and other property of value, utilizing the income and corpus for

health, charitable, educational, religious and communal purposes, which are consistent with the aims of promoting Judaism including, but not limited to, Conservative Judaism. The Corporation shall adopt procedures designed to develop support of and participation in the philanthropic interests and activities by promoting Judaism through direct gifts, bequests, establishment of trusts and establishment of philanthropic funds, which will broaden the base of endowment support and encourage meaningful interchange of ideas, and to provide funds to create, promote, or enhance the programs and interests of Judaism and to provide for broad-based educational, cultural and communal purposes.

Section 2. Powers.

(a) Notwithstanding any powers granted to this Corporation by its Articles, By-Laws or by the laws of the State of Florida, the following limitations of powers shall apply and be paramount:

(i) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and except to the extent that benefit inures to persons in accordance with the carrying out of the Corporation's charitable purposes (as herein defined), and no member, trustee, director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(ii) No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to the extent permitted by the Code and directly related to the Corporation's charitable purposes.

(iii) The Corporation shall not participate in or intervene in any political

campaign on behalf of or in opposition to any candidate for public office, including the publication or distribution of statements.

(iv) Notwithstanding any other provisions of this certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Sections 170(a), 2522(a) or 2055(a) of the Code.

(v) Upon the dissolution of the Corporation, the Board of Trustees of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all residual assets of the corporation to one or more organizations which themselves are described in Section 501(c)(3) and 170(c)(2) of the Code or corresponding sections of any prior or future Internal Revenue Code or to the federal, state or local government for exclusive public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for charitable purposes, or to such organization or organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

**ARTICLE III
TERM OF CORPORATE EXISTENCE**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

(a) The street address of the registered office of this Corporation is:

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TALLAHASSEE, FLORIDA

2525 Ponce De Leon Blvd Ste 1150
Coral Gables, FL 33134-6040

(b) The name of the registered agent of this Corporation located at the address of the registered office is: Neal A. Roth, Esquire.

**ARTICLE V
OFFICERS**

(a) The Corporation shall have a President, Secretary and a Treasurer, and it may have additional and assistant officers.

(b) Officers shall be elected, removed and hold office as provided in the Bylaws.

**ARTICLE VI
BOARD OF TRUSTEES**

(a) The affairs and business of the Corporation shall be conducted by a Board of Trustees.

(b) In the event of a vacancy on the Board of Trustees by reason of death, resignation, or removal, the replacement Trustee(s) will be elected in accordance with the Bylaws.

**ARTICLE VII
BYLAWS**

The Board of Trustees shall adopt Bylaws for the Corporation. The Bylaws may be amended, altered, or repealed by the Trustees in any manner permitted by the Bylaws which is in accord with the purposes of the Corporation as set out in these Articles of Incorporation.

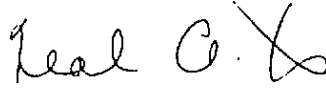
**ARTICLE VIII
AMENDMENT**

These Articles of Incorporation may be amended by a majority vote of the Trustees at any time, provided that any amendment will not adversely affect the status of the Corporation as an organization described in Section 501(c)(3) of the Code and provided further that the Trustees will be provided reasonable notice of a meeting called for the purpose of amending these Articles.

ADOPTION OF AMENDMENTS

These Restated Articles contain amendments which require Trustee approval. The only members of the corporation are the Trustees who, on May 20, 2022, at a meeting called for such purpose, approved and adopted the Restated Articles of Incorporation and directed that they be filed with the Florida Department of State, Division of Corporations.

DATED this 27 day of May, 2022.



NEAL A. ROTH
President

ACCEPTANCE BY REGISTERED AGENT

I, Neal A. Roth, having been named as registered agent to accept service of process for the above-stated corporation at 2525 Ponce De Leon Boulevard, Suite 1150, Coral Gables, Florida 33134-6040, am familiar with and accept the appointment and duties and responsibilities as registered agent and agree to act in this capacity.

DATED this 27 day of May, 2022.



NEAL A. ROTH

5/25/2022

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TALLAHASSEE, FLORIDA