

N98000003933

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Hebrew Day School of Fort Lauderdale, a private school, Inc.
Application for Reinstatement and Reincorporation of
Legislatively or Judicially Chartered Not for Profit Corporation

Enclosed is an original and one(1) copy of Reinstatement/Reincorporation and a check for:

FEEs:

Filing Fee	\$35.00
Registered Agent	\$35.00
Annual Reports 1993 through present	\$367.50

OPTIONAL:

Certified Copy	\$52.50
Certificate of Status	\$8.75

FILED
98 JUL - 2 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: Arnold Straus, Jr., Esq.
Name (Printed or typed)
ARNOLD STRAUS, JR., P.A.
10081 Pines Boulevard, Suite C
Address

Pembroke Pines, Florida 33024
City, State & Zip

(954) 431-2000
Daytime Telephone number

600002581856--2

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F.F. - 437.50
CERT. - 8.75
446.25

Called 7-6-98

DMC
7-6-98

APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF LEGISLATIVELY OR JUDICIALLY CHARTERED NOT FOR PROFIT CORPORATION

IN COMPLIANCE WITH s. 617.1623(1)(d), FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REINSTATE AND REINCORPORATE A NOT FOR PROFIT LEGISLATIVELY OR
JUDICIALLY CHARTERED CORPORATION WHICH WAS DISSOLVED ON JULY 2, 1992,
PURSUANT TO s. 617.1623(1)(c):

The

1. HEBREW DAY School of Fort Lauderdale, a private school, Inc.
Name of corporation exactly as it appears in legislative or judicial charter.

2. 6511 West Sunrise Plantation, FL 33313
Street address of the principal office of the corporation.
(This address will be used for the mailing of corporation annual reports)

3. June 20, 19975
Date of legislative or judicial incorporation

☐ FEI Number applied for

4. FEI Number 59-1606514 ☐ FEI Number not required

5. Name, address (P. O. Box NOT acceptable) and title of current officers and/or directors:
(use additional page if necessary)

Title	Name	Street Address	City/State/Zip
SEE ATTACHED LIST of BD. OFFICERS			

6. Attached is a copy of the judicial charter and all amendments thereto certified by the Circuit Court of the county wherein recorded or a copy of the chartering law certified by the Department of State, Division of Elections as to legislative charters and completed Certificate of Reincorporation.

Mary Drescher, MD President
Authorized Signature

MURRY DRESCHER, MD
Name and capacity of person signing application
(see S. 617.10201(6))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAVID POSNACK HEBREW DAY SCHOOL

Board of Directors 1998-99

Title	First Name	Last Name	Job Title	Address1	City	Postal Code	Home Phone	Work Phone	fax	e-mail
Dr.	Murry	Drescher	President	120 SW 101 Terrace	Plantation	33324	473-0599	581-6041	581-0222	dreschm@aol.com
Dr.	Frank	Gober	Executive Vice President	9500 NW 44 th Ave.	Coral Springs	33065	753-5185	427-4321	752-1487	talkfrank@aol.com
Mr.	Aron	Leibowich	Administrative Vice President	3604 Heron Ridge Ln.	Weston	33331	389-9113	977-3992	978-3747	aandf@aol.com
Mr.	Jerry	Fogel	V.P. General Education	8953 NW 1 st Street	Coral Springs	33071	344-3780	489-0777	776-6369	jnf27@aol.com
Dr.	Michael	Lewis	V.P. Judaica Education	9420 Sea Turtle Manor	Plantation	33324	382-9051	305-324-3150/305-314-8273 (bpr)	305-325-7013	
Mrs.	Debbie	Gober	V.P. High School	9500 NW 44 th Ave.	Coral Springs	33365	753-5185	(B) 494-9877	752-1487	
Dr.	Keith	Lerner	V.P. Finance	1130 NW 94 Way	Plantation	33322	474-2977	484-4440	484-9250	
Mr.	Hal	Rosenberg	V.P. Enrollment	3631 Ottawa Lane	Cooper City	33026	433-3630	305-634-6922	433-3610 home	305-217-6065 bpr
Mrs.	Ilene	Kirzner	V.P. Ways & Means	760 NW 101 Terrace	Plantation	33324	472-1812	(B)992-8870		
Mr.	Richard	Glick	V.P. Financial Assistance	4921 NW 85 Terrace	Lauderhill	33351	748-1350	726-6407	726-4835	
Mr.	Sol	Schulman	Honorary Senior V.P.	4410 King Palm Drive	Tamarac	33319	731-5515			
Mr.	Morris	Small	Honorary Senior	5001 Woodlands Blvd	Plantation	33319	484-3554		484-3554	

Title	First Name	Last Name	Job Title	Address1	City	Postal Code	Home Phone	Work Phone	fax	e-mail
Mr.	Leonard	Sands	V.P. Legal	11351 SW 25 th Court	Davie	33325	370-3635	305-285-1500	305-285-0899	lionsand@aol.com
Mr.	Tracy	Weintraub	Treasurer	19166 NW 13 Ct.	Pembroke Pines	33029	437-1660	370-2727	370-2776	
Mrs.	Orly	Jacobs	Recording Secretary	7401 NW 7 Street	Plantation	33317	327-9444	720-3188	722-6996	

CERTIFICATE OF REINCORPORATION

Pursuant to s. 617.0901, Florida Statutes, this certificate of reincorporation was duly authorized by a meeting of its members regularly called or by a meeting of its board of directors if there were no members entitled to vote on the reincorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

The Hebrew Day School of Fort Lauderdale, a private school, Inc.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

6511 West Sunrise Boulevard
Plantation, Florida 33313

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized:

to offer the public of Broward County a school with both an excellent secular and Jewish studies program within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the registered agent are:

Arnold Straus, Jr., ARNOLD STRAUS, JR., P.A., 10081 Pines Boulevard, Suite C,
Pembroke Pines, Florida 33024

ARTICLE V MANNER OF ELECTION OF DIRECTORS

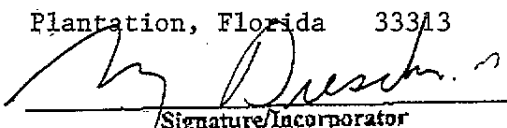
The manner in which the directors are elected or appointed is:

elected annually by majority vote of the membership

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Murray Drescher, M.D., President,
The Hebrew Day School of Fort Lauderdale, a private school, Inc.
6511 West Sunrise Boulevard
Plantation, Florida 33313



Signature/Incorporator

7/1/98

Date

Having been named as registered agent and to accept service of process for this corporation at the place designated in these articles of incorporation, 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.



Signature/Registered Agent

7/1/98

Date

75-117463

CHARTER
AND
ARTICLES OF INCORPORATION
OF

THE HEBREW DAY SCHOOL OF FORT LAUDERDALE
A PRIVATE SCHOOL, INC.

(A Corporation not for Profit)

FILED

98 JUL -2 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions and the laws of the State of Florida for the formation of corporations-not-for-profit and private school corporations, we, the undersigned hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation ("Articles") and Charter, set forth the following:

ARTICLE I

NAME

The name of this corporation shall be THE HEBREW DAY SCHOOL OF FORT LAUDERDALE, A PRIVATE SCHOOL, INC. For convenience, the corporation shall be herein referred to as the "Day School".

ARTICLE II

GEOGRAPHIC AREA

The Day School will operate its school in the geographic area known as Broward County, Florida. The present address of the Day School is, 7100 West Oakland Park Boulevard, Sunrise, Florida.

ARTICLE III

PURPOSE

The exclusive object and purpose for which this Day School is formed is to offer the public of Broward County a school with both an excellent secular and Jewish studies program within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

RETURN TO

JOEL REINSTEIN

RUDEK, BARRETT, McCLOSKEY, SCHUSTER & SCHWARTZ
600 NE 28th Avenue
FORT LAUDERDALE, FLA. 33304

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ARTICLE IV

POWERS

The powers of the Day School shall include and be governed by the following provisions:

1. The Day School shall have all of the common law and statutory powers of a corporation-not-for-profit and a private school corporation which are not in conflict with the terms of these Articles.

2. The Day School shall have all of the powers reasonably necessary to implement the objectives and purposes of the Day School as enumerated in this Charter, the By-Laws of the Day School ("By-Laws"), or any amendment thereof, including, but not limited to, the following:

A. To purchase, own, lease, hold, sell, convey, assign, transfer, mortgage, pledge or otherwise dispose of real and personal property tangible and intangible.

B. To borrow money and contract debts whenever necessary for the transaction of its business or for the exercise of its corporate powers, rights and privileges, or for any other lawful purpose; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness, payable at a specified time, or payable upon the happening of a specified event, whether secured by mortgages, pledge or otherwise, or unsecured for money borrowed or in payment of property purchased or acquired, or for any other lawful object.

C. To accept gifts from members and non-members and other legitimate sources.

D. To do all things necessary and proper for the accomplishment of the objectives and purposes of this corporation as enumerated in this Charter, the By-Laws or any amendment thereof, or necessary or incidental to the attainment of the objectives and purposes of this corporation.

E. To sue and be sued.

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ARTICLE V

MEMBERS

The qualifications of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

1. The husband and wife or legal guardian of a student attending the Day School shall be members of this Day School, and all other persons or entities contributing to the Day School a sum of \$100.00 as a membership fee on a per annum basis, and no other persons or entities shall be entitled to membership.

2. Membership shall be established upon the registration and acceptance of the student for enrollment at the Day School or the payment of the annual \$100.00 contribution to the Treasurer of the Day School.

3. An incorporator or member shall not have any vested right, interest or privilege of, in or to the assets, functions, affairs or franchises in this Day School, or any right, interest or privilege which may be transferable or inheritable, or which shall continue if his membership ceases, or while he is not in good standing; provided, that before his membership shall cease against his consent he shall be given an opportunity to be heard unless he is absent from Broward County, Florida.

4. The aggregate of the entire membership are referred to herein as "membership at large". On all matters for which the membership at large is entitled to vote there shall be only one vote for each family or legal guardian of a student, irregardless of the number of students in any one family or guardianship, and only one vote for any other person or entity, irregardless of the amount of his contribution. Such vote shall be exercised and governed by the By-Laws.

ARTICLE VI

TERM

The term for which this Day School is to exist shall be perpetual.

ARTICLE VII
NONPROFIT STATUS

No part of the net earnings of the Day School shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Day School shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Day School shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. The Day School shall not discriminate against applicants and students on the basis of race. Notwithstanding any other provision of these articles, the Day School shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Day School, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Day School, dispose of all of the assets of the Day School exclusively for the purposes of the Day School in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Broward County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine.

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which are organized and operated exclusively for such purposes.

ARTICLE IX

CHARTER MEMBERS AND SUBSCRIBERS

The names and street addresses of the charter members and subscribers to this Charter and these Articles are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Rabbi Phillip & Shoni Labowitz	7375 N. W. 20th Court Sunrise, Florida
Miles & Alida Bunder	7220 N. W. 20th Street Sunrise, Florida
Joel & Pearl Reinstein	601 N. W. 42nd Avenue Plantation, Florida 33317
Melvin & Gerry Zipris	7411 S. W. 9th Street Plantation, Florida
Libo & Estelle Fineberg	4500 N. W. 13th Street Lauderhill, Florida
Dr. Sheldon & Marsha Feldman	7141 S. W. 5th Street Plantation, Florida
Barry & Shoshana Axler	6378 N. W. 26th Street Sunrise, Florida
Jules & Leonore Shapiro	3530 N. W. 43rd Avenue Lauderdale Lakes, Florida
Dr. Michael & Myra Halle	8941 S. Lake Dasha Drive Plantation, Florida
Ron & Joan Mishkin	7310 S. W. 9th Street Plantation, Florida
Commissioner Jack & Barbara Moss	5621 N. W. 13th Court Lauderhill, Florida
Jack Haber	327 S. W. 5th Street Fort Lauderdale, Florida
George & Cookie Berman	6150 S. W. 8th Court Plantation, Florida
Jacob & Peggy Brodzki	4721 N. E. 28th Avenue Fort Lauderdale, Florida
Albert & Betty Garnitz	4280 North Ocean Boulevard Fort Lauderdale, Florida
Ben Roisman	6111 White Oak Lane Tamarac, Florida
Moses Hornstein	427 Golden Isles Drive Hallandale, Florida
Dr. Alvin & Elfrieda Colin	2701 N. E. 30th Street Fort Lauderdale, Florida
Stanley & Janet Leidecker	7304 N. W. 16th Street Plantation, Florida
Harvey & Mariene Jefferbaum	8640 N. W. 21st Court Sunrise, Florida

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Dr. Richard & Pay Geronemus	841 S. W. 72nd Avenue Plantation, Florida
Allan & Terry Baer	3030 N. E. 44th Street Fort Lauderdale, Florida
Ludwick & Paula Brodzki	2740 N. E. 33rd Street Fort Lauderdale, Florida
Irving & Sylvia Geisser	1740 S. W. 67th Terrace Plantation, Florida
Richard & Sandy Miller	5966 N. W. 29th Place Sunrise, Florida
Dr. Steven & Cheryl Lovine	1101 S. W. 73rd Avenue Plantation, Florida
Robert & Ann Herman	2404 N. E. 37th Drive Fort Lauderdale, Florida 33308
Alvin & Evelyn Gross	3120 N. E. 55th Street Fort Lauderdale, Florida
Rabbi Arthur & Claire Abrams	721 West Tropical Way Plantation, Florida
Jack & Harriet Morris	7421 S. W. 5th Street Plantation, Florida
Martin Fridovich	361 S. W. 75th Terrace Plantation, Florida
Alfred & Setti De Beer	3300 Spanish Moss Terrace Lauderhill, Florida

ARTICLE X

OFFICERS

The affairs of the Day School shall be managed by the President of the Day School, assisted by the Vice President and Secretary-Treasurer, and, if any, by the Assistant Secretary and Assistant Treasurer, subject to the directions of the Board of Directors (the "Board"). The Board, or President, with the approval of the Board, may employ a Managing Agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation or management of this Day School.

The Board, from and by its membership and by majority vote thereof at the first regular meeting following the annual meeting of the membership at large shall elect the President, Vice President and Secretary-Treasurer. The President shall be elected from amongst the membership of the Board, but no other officer need be a Director. The same person may hold two offices, the duties of which are not incompatible, provided, however, the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary

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be held by the same person.

ARTICLE XI

FIRST OFFICERS

The name of the officers who are to serve until the first election of officers by the Board are as follows:

President	Libo Fineberg
Vice President	Alida Bunder
Secretary-Treasurer	Gerry Zipris

ARTICLE XII

BOARD OF DIRECTORS

1. The number of members of the Board of Directors shall be eleven (11).

2. The names and street addresses of the persons who are to serve as the First Board of Directors are as follows:

Libo Fineberg	4500 N.W. 13th Street Lauderhill, Florida
Alida Bunder	7220 N.W. 20th Street Sunrise, Florida
Shoshana Axler	6378 N.W. 26th Street Sunrise, Florida
Melvin Zipris	7411 S.W. 9th Street Plantation, Florida
Joel Reinstein	601 N.W. 42nd Avenue Plantation, Florida 33317
Dr. Michael Halle	8941 S. Lake Dasha Drive Plantation, Florida
Marsha Feldman	7141 S.W. 5th Street Plantation, Florida
Shoni Labowitz	7375 N.W. 20th Court Sunrise, Florida
Alfred De Beer	3300 Spanish Moss Terrace Lauderhill, Florida

Two additional members to be appointed by the President of The Jewish Federation of Greater Fort Lauderdale, 707 N. Federal Highway, Fort Lauderdale, Florida.

3. The first election by the members of the Day School for Directors shall not be held until after the Day School has officially begun classes, but such first election shall be held no later than one (1) year after such date. The election of Directors at the first election and thereafter shall be by a majority vote of the membership at large present at the annual meeting of the membership and shall take place in accordance with the By-Laws.

ARTICLE XIII

BY-LAWS

The By-Laws shall be adopted by the First Board, and may be altered, amended or rescinded by a vote of 75% of the members present at any meeting of the Day School.

ARTICLE XIV

AMENDMENTS

This Charter and Articles of Incorporation may be amended in the following manner:

When the members of this corporation at a regular or special meeting held in accordance with its By-Laws shall approve a resolution providing an amendment to this Charter, a copy of such resolution certified by the president and secretary shall be presented to the judge of the Circuit Court of Broward County and if he finds the amendment to be proper in form and substance he shall endorse his approval thereon and it shall be recorded by the clerk of the circuit court and the amendment shall be effective from the date of record.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures, this 20th day of June, 1975.

Phillip Labowitz
Rabbi Phillip Labowitz

Shoni Labowitz
Shoni Labowitz

Miles Bunder
Miles Bunder

Alida Bunder
Alida Bunder

Joel Reinstein
Joel Reinstein

Pearl Reinstein
Pearl Reinstein

Melvin Zipris
Melvin Zipris

Gerry Zipris
Gerry Zipris

Estelle Pineberg
Estelle Pineberg

Estelle Pineberg
Estelle Pineberg

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Ben Roisman
Ben Roisman

Moses Hornstein
Moses Hornstein

Dr. Alvin Colin
Dr. Alvin Colin

Alfreda Colin
Alfreda Colin

Stanley Leidecker
Stanley Leidecker

Janet Leidecker
Janet Leidecker

Harvey Jefferbaum
Harvey Jefferbaum

Marlene Jefferbaum
Marlene Jefferbaum

Richard Miller
Richard Miller

Sandy Miller
Sandy Miller

Dr. Steven Levine
Dr. Steven Levine

Cheryl Levine
Cheryl Levine

Irving Geisser
Irving Geisser

Sylvia Geisser
Sylvia Geisser

Robert Hermann
Robert Hermann

Ann Hermann
Ann Hermann

Alvin Gross
Alvin Gross

Evelyn Gross
Evelyn Gross

Rabbi Arthur Abrams
Rabbi Arthur Abrams

Claire Abrams
Claire Abrams

Jack Morris
Jack Morris

Harriet Morris
Harriet Morris

Martin Fridovich
Martin Fridovich

Alfred De Beer
Alfred De Beer

Setti De Beer
Setti De Beer

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Sheldon Feldman
Dr. Sheldon Feldman

Masha Feldman
Masha Feldman

Barry Axler
Barry Axler

Shoshana Axler
Shoshana Axler

Julia Shapiro
Julia Shapiro

Leonore Shapiro
Leonore Shapiro

Dr. Michael Halle

Myra Halle

Ron Mishkin
Ron Mishkin

Joan Mishkin
Joan Mishkin

Jack Moss

Barbara Moss

Jack Haber

George Berman

Cookie Berman

Jacob Brodzki
Jacob Brodzki

Peggy Brodzki
Peggy Brodzki

Dr. Richard Geronemus
Dr. Richard Geronemus

Faye Geronemus
Faye Geronemus

Allan Baer
Allan Baer

Terry Baer
Terry Baer

Ludwick Brodzki

Paula Brodzki

Albert Garnitz

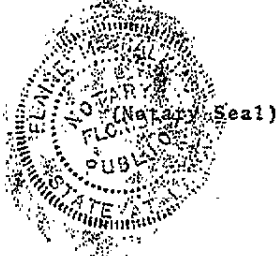
Betty Garnitz

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STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared LIBO FINEBERG, to me known to be one of the persons described as Subscribers in and who executed the foregoing Charter and Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, the subscriber has hereunto affixed his signature, this 20 day of June, 1975.



Elaine M. Halpin
Notary Public

My commission expires:

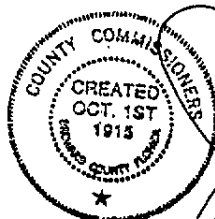
Notary Public, State of Florida at Large
My Commission Expires Sept. 8, 1978
Bonded by American Fire & Casualty Co.

I, STEPHEN R. BOOHER, Judge of the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida find the foregoing Charter to be in proper form and for the objective and purpose authorized by Florida Statutes Chapter 623, titled "Private School Corporation Law", and in accordance with the provisions and limitations of this Act, and therefore, I approve this Charter.

June 20, 1975
Date

Stephen R. Booher
STEPHEN R. BOOHER, Judge of the
Circuit Court

RECORDED IN THE OFFICIAL RECORDS BOOK
OF BROWARD COUNTY, FLORIDA
R. R. KAUTH
COUNTY ADMINISTRATOR



I hereby certify this document to be a true, correct and complete copy of the record filed in my office. Dated this 20 day of June, 1975.

By [Signature]
Deputy Clerk

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