

N16000011986

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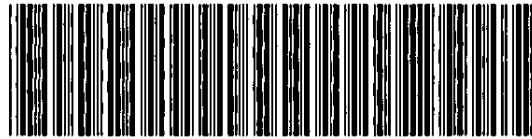
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY -5 AM 11:09

Amended + Restated

MAY 11 2017

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BORUCHIN FAMILY FOUNDATION, INC.
Name of Corporation

DOCUMENT NUMBER: N16000011986

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Israel Sands
Name of Contact Person

Firm/Company
3520 EAST FARVIEW ST
Address

MIAMI FL 33133
City/State and Zip Code

israel.sands@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Israel Sands at (305) 951-3333
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

TO WHOM IT MAY CONCERN,

I ADDED THE RE-ELECTION
OF OFFICERS. I PUT
THE LITTLE FLAG
TO MAKE IT EASIER
FOR YOU TO FIND.

THANKS,

JS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY -5 AM 11:09

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
BORUCHIN FAMILY FOUNDATION INC.**
In compliance with Chapter 617, F.S., (Not for Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY -5 AM 11:09

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation, the undersigned, being the incorporator of Boruchin Family Foundation Inc. (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, does hereby certify:

FIRST: The Articles of Incorporation of the Corporation was filed with the Secretary of State of Florida on December 15, 2016, Document No. N16000011986.

SECOND: This Amended and Restated Articles of Incorporation, which supersede the original Articles of Incorporation, was adopted by all of the directors of the Corporation on April 1, 2017. To effect the foregoing, the text of the Articles of Incorporation is hereby restated and amended as herein set forth in full:

Article I: Name

The name of the corporation is BORUCHIN FAMILY FOUNDATION INC.

Article II: Principal Office

The principal address is 9999 Collins Avenue #6A, Bal Harbour, Florida 33154.

Article III: Purpose

This corporation is organized exclusively for charitable, religious, educational or scientific purposes under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, including, but not limited to, the charitable purpose of furthering programs for mentally challenged Jewish children and adults, supporting the Friends of Israel Defense Forces and supporting Jewish culture and awareness in South Florida, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Notwithstanding any of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

Article IV: Duration

The corporation shall have perpetual duration.

Article V: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

Article VI: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

- (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII: Registered Office and Agent

The street address of the initial registered office of the corporation is: 3520 East Fairview Street, Miami, Florida 33133. The name of the original registered agent at such address is Israel Sands.

Article VIII: Board of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be three; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of one (1) years until the next annual meeting following the election of directors and until the qualification of their successors in office.

The names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Aliza Beilin	c/o Rosita Boruchin 9999 Collins Avenue #6A Bal Harbour, Florida 33154
Rosita Boruchin	9999 Collins Avenue #6A Bal Harbour, Florida 33154
George Lerman	c/o Rosita Boruchin 9999 Collins Avenue #6A Bal Harbour, Florida 33154

Article IX: Incorporators

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Israel Sands	3520 East Fairview St Miami, Florida 33131

Article X: Officers

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the Board of Directors. Officers elected at the first annual meeting and at all times thereafter shall serve for a term of one (1) year until the next annual meeting following the election of officers. Until such election is held, the following persons shall serve as corporate officers:

<u>Name/Office</u>	<u>Address</u>
Aliza Beilin Vice President	c/o Rosita Boruchin 9999 Collins Avenue #6A Bal Harbour, Florida 33154
Rosita Boruchin President	9999 Collins Avenue #6A Bal Harbour, Florida 33154
George Lerman Treasurer Secreatry	c/o Rosita Boruchin 9999 Collins Avenue #6A Bal Harbour, Florida 33154

Article XI: Property and Profits

The property of this corporation is irrevocably dedicated to the purposes set forth herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose or purposes set forth herein.

Article XII: Distribution Upon Dissolution

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such purposes.

Article XIII: Effective Date

Effective date is the date of filing.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: 
Israel Sands

THIRD: There are no members or members entitled to vote on the amendment and restatement. The amendment and restatement was adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this May 3, 2017.

By: 
Israel Sands