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Amended  
or  
Restated  
N/C



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 22, 2019

INNA SIDEMAN  
THE JEWISH FEDERATION OF SARASOTA-MANATEE  
580 MCINTOSH ROAD  
SARASOTA, FL 34232

SUBJECT: SARASOTA-MANATEE JEWISH FEDERATION, INC.  
Ref. Number: 719461

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE NOTE THAT YOU MUST EITHER FILE ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OR AMENDED AND RESTATED ARTICLES OF INCORPORATION, BUT NOT BOTH. FOR THE AMENDED AND RESTATED ARTICLES PLEASE SEE BELOW:

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return 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) 245-6050.

Susan Tallent  
Regulatory Specialist II

Letter Number: 319A00003814

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SECRETARY OF STATE  
TALLERMAN, FL

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Sarasota-Manatee Jewish Federation, Inc.

DOCUMENT NUMBER: 719461

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

Please return all correspondence concerning this matter to the following:

Inna Sideman

(Name of Contact Person)

The Jewish Federation of Sarasota-Manatee, Inc.

(Firm/ Company)

580 McIntosh Road

(Address)

Sarasota, Florida 34232

(City/ State and Zip Code)

Isideman@jfedsrq.org

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



For further information concerning this matter, please call:

Deborah Haspel

941

706-3263

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:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

Amended and Restated  
ARTICLES OF INCORPORATION  
OF  
SARASOTA-MANATEE JEWISH FEDERATION, INC.

FILED

NOV 27 1982

The undersigned President and Secretary respectively of Sarasota-Manatee Jewish Federation, Inc., do hereby certify that at an annual meeting of the membership of said corporation, duly called and held on the 5th day of November, 2018, that the articles heretofore filed on the 26<sup>th</sup> day of February, 1959 in the Circuit Court of Sarasota County and amended and filed on the 7<sup>th</sup> day of October, 1970 and further amended and filed on the 5<sup>th</sup> day April, 1982, and further amended and restated on the 30<sup>th</sup> day of June 1982, and further restated and amended on the 13th day of August, 1987, in the Office of the Secretary of State, State of Florida, were amended in accordance with the Bylaws of the Corporation in the following particulars, to-wit:

WHEREAS, SARASOTA-MANATEE JEWISH FEDERATION, INC., a corporation not for profit, organized and existing under the laws of the State of Florida, desires to amend the Articles of Incorporation,

NOW THEREFORE, its amended and restated Articles of Incorporation will read, as follow:

ARTICLE 1.  
NAME

1.1 The name of the corporation shall be THE JEWISH FEDERATION OF SARASOTA-MANATEE. INC. It will hereafter be referred to as "the Federation".

ARTICLE 2.  
PURPOSES AND POWERS

2.1 The general nature, objects and purposes for which the Federation is organized are:

- 2.1.1 To operate not for profit exclusively for charitable, religious, educational, cultural and scientific purposes.
- 2.1.2 To solicit funds, accept and receive property of whatever kind, and whatever situate, received by gift, grant, purchase, devise, bequest, or in any lawful manner, and to administer and distribute such funds and property, and the income they produce, exclusively for health, welfare, scientific, cultural, educational, environmental, religious or other charitable purposes.

2.2 The specific nature, objects and purposes of the Federation are:

- 2.2.1 To further the welfare of the Jewish Community, to enhance community relations, to strive for the philanthropic, social, cultural and educational advancement of the Jewish Community, to promote support for Israel, and to cooperate with, and encourage cooperation among, local Jewish organizations.
- 2.2.2 To authorize grants to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and to distribute said grants so as to promote the purposes of the Federation.
- 2.2.3 To accept and distribute property in accordance with the designated terms of gifts, bequests, or devises made to the Federation which are consistent with its purposes.

2.2.4 To further perform and cause to be performed, any of the acts above enumerated, as well as all other acts and things that are incidental to, or included in, any of the general powers given by state and federal law and the Bylaws, and to execute any document incidental thereto.

### ARTICLE 3. DURATION

3.1 The Federation shall have a perpetual existence.

### ARTICLE 4. INDIVIDUAL MEMBERSHIP

4.1 Any individual, at least eighteen years of age, who has made a financial contribution to the Federation during the current or immediate prior fiscal year, shall be a member of the Federation.

4.2 To vote at meetings, and to serve on the Board of Directors, an individual must be a member of the Federation.

4.3 The classes, rights, privileges, qualifications and obligations of members shall be determined by the Bylaws.

### ARTICLE 5. BOARD OF DIRECTORS

5.1 The Board of Directors shall consist of the number and designation of Directors as provided by the Bylaws, and they shall be elected in accordance with the Bylaws.

ARTICLE 6.  
OFFICERS

6.1 The Officers of the Federation shall be designated and elected in accordance with the Bylaws.

ARTICLE 7.  
COMMITTEES

7.1 In the proper discharge of its responsibilities, the Board of Directors shall be assisted by such committees as may be required or authorized by the Federation's Bylaws.

ARTICLE 8.  
BYLAWS

8.1 The Board of Directors may adopt, rescind, restate or amend the Bylaws for the conduct of the business of the Federation in accordance with the Bylaws.

ARTICLE 9.  
LIABILITY OF MEMBERS, OFFICERS AND DIRECTORS

9.1 No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE 10.  
ADDITIONAL PROVISIONS

10.1 No part of the assets or income of the Federation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private

persons, either during its existence or upon its dissolution except that the Federation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of its purposes set forth hereinabove.

10.2 The Federation shall not participate in, intervene in, or contribute to, any political campaign, or support or oppose any candidate for public office. No substantial part of the activities of the Federation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation.

10.3 The Federation 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 Internal Revenue Code or the corresponding provision of any future federal tax code or (b) by a corporation, contributions to which are deductible under Section (170) (c) (2) of the Internal Revenue Code, or the corresponding provision of any future federal tax code.

#### ARTICLE 11. DISSOLUTION

11.1 In the event of dissolution, the residual assets of the Federation shall be turned over to one or more Jewish organizations which themselves are exempt as organizations as described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code or or any corresponding section of any future federal tax code, or to the federal, state or local government to be used exclusively for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Juris-



diction of the county in which the principle office of the Federation is then located, exclusively for such purposes, or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE 12. AMENDMENTS

12.1 Proposed amendments to these Articles may be adopted in accordance with the Bylaws.

#### ARTICLE 13. TRANSITIONAL PROVISIONS

13.1 These Articles shall take effects after having been duly adopted by the membership and filed with the Secretary of State. Directors, Officers, Chairmen and members of committees holding office pursuant to the Bylaws in force on the effective date of these Articles shall continue to do so until the Annual Meeting of the Board of Directors in 2019.

IN WITNESS WHEREOF, the undersigned have affixed their signatures this 21st day of December, 2018.

Michael Ritter

Michael Ritter  
President

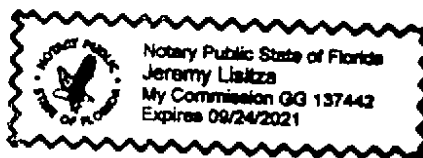
Deborah Haspel

Deborah Haspel  
Secretary

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that the foregoing Amended and Restated Articles of Incorporation was acknowledged before me on this 21 day of December, 2018, by Michael Ritter as President and Deborah Haspel as Secretary, both personally known to me, on behalf of The Sarasota-Manatee Jewish Federation, Inc. a Florida not-for-profit corporation.

Jeremy Lisitz  
NOTARY PUBLIC, STATE OF FLORIDA



November 5, 2018

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 12/21/2018

Signature Michael Ritter  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Michael Ritter

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)