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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Bet Breira, inc

DOCUMENT NUMBER: 733029

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

Please return all correspondence concerning this matter to the following:

Irwin M. Frost
(Name of Contact Person)

Friedman and Frost, P.L.
(Firm/ Company)

1111 Brickell Ave, Suite 2050
(Address)

Miami, fl 33131
(City/ State and Zip Code)

frostlawr@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Irwin M. Frost at (305) 3743001
(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:

☑ $35 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

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BET BREIRA, INC.
(a corporation not for profit)

The Articles of Incorporation of Bet Breira, Inc., a Corporation Not for Profit were filed June 10, 1975. The Amended and Restated Articles of Incorporation of Bet Breira, Inc., were adopted by its members on August 13, 2009, and as amended and restated in their entireties shall read as follows:

ARTICLE I

The name of the corporation shall be BET BREIRA SAMU-EL OR OLOM, INC., and, for convenience, shall be referred to in this instrument as the "Corporation".

ARTICLE II

The object, purpose, and business of the Corporation is religious, and shall be to teach, study, and advance the teachings contained in the Bible, Torah, and other writings related to the Jewish religion; to advance in the minds and hearts of its membership, faith, hope and charity; and to conduct and to do all acts necessary for the proper administration of a religious congregation, including but not limited to regular gatherings of members, their families, and all other interested persons for the purpose of holding religious services, providing religious education, and otherwise doing such acts as may be incidental, necessary and proper in connection with the purposes as herein stated.

ARTICLE III

The Corporation shall have all of the common law and statutory powers of a corporation not for profit, not in conflict with the terms of these Articles.

ARTICLE IV

Membership of this Corporation is open to any person who desires to become a member. The Board of Directors may, at its discretion, in accordance with the By-Laws of the said Corporation, set up such categories for membership and define the responsibilities and privileges of such membership as they may deem just and proper.

ARTICLE V

The Corporation shall have a perpetual existence.

ARTICLE VI

The principal and mailing address of the Corporation shall be:

9400 S.W. 87th Avenue, Miami, FL 33176

ARTICLE VII

The affairs of the Corporation shall be managed by the President of the Corporation, assisted by the Executive-Vice President, Vice-Presidents, Secretary, and Treasurer. The offices of this Corporation may be abolished, changed, or new ones created, and the tenure of each office shall be as set forth in the By-Laws, from time to time. Officers of this Corporation shall be elected by the Board of Directors annually.

ARTICLE VIII

The names of the officers who are to manage all of the affairs of this Corporation until the next election under these Articles are:

President . . . . Gary Alvo

Executive Vice President . . . . Ellen Weil

Secretary . . . . .Myrna Fistel

Treasurer . . . . Carol Sokolow

ARTICLE IX

The administration, government, and management of the Congregation shall be vested in a Board of Directors, referred to herein as the Board. The Board shall consist of no less than three (3) nor more than 44 members voting Directors, elected by the general membership, as provided for in the By-Laws of this Corporation. In addition, the Bylaws may provide for any number of non-voting Directors.

The Board of Directors, each of whose address shall be c/o 9400 S.W. 87th Avenue, Miami, FL 33176 and who shall serve until their successors have been elected, shall consist of:

Dr. Gary Alvo

Ellen Weil

Carol Sokolow Dias

Myrna Fistel

Randy Wool

Howard Rosenbloom

Julie Waas

Tobe Marmorstein

Lisa Askowitz

Laurie Shapero

Judy Cowan

Eric Pollack

Nancy Kraemer

Joseph Penchansky

Jeff Reamer

Bill Hochstetter

Scott Siegel

Philip Coller

Sheri Lieberman

Dr. David Tobolowsky

Amy Brosius

Robin Faber

Susan Fusfield

Michael Koven

David Ramras

Rachelle Rodriguez

Dr. Mark Rosenthal

Andrea Rubine

Martin Levine

Judy Mannes

Steve Zoberg

Jeff Taraboulos

Elias Rimland

Dr. Mark Farber

Linda Hornik

Michael Slotnick

Jeanie Guthrie

Steven Hagen

Al Markovitz

Al Coven

Ted Bayer

Joyce Gunther Goodman

Russell Breiter

Paula Woolman

ARTICLE X

The By-Laws of the Corporation may be amended as set forth in the By-Laws.

ARTICLE XI

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or Officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approve such settlement and reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII

An amendment or amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation acting upon a vote of a majority of the Board of Directors, or by a majority of the members of the Corporation, whether meeting as members or by instrument in writing signed by them. Upon an amendment or amendments to these Articles of Incorporation being proposed by the said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Corporation or other Officer of the Corporation in the absence of the President, who shall thereupon call a special meeting of the members of the Corporation for a date not sooner than ten (10) days nor later than sixty (60) days from receipt by him of the proposed amendment or amendments, and it shall be the duty of the Secretary to give each member written or printed notice of such meeting stating the time and place of the meeting, and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed, e-mailed or presented personally to each member not less than five (5) nor more than (30) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears on the records of the Corporation the postage thereon prepaid. If e-mailed such notice shall be deemed to be properly given when sent to the email address given by the member to the Corporation and maintained in the Corporation records. Any member may waive notice of such meeting by executing a written waiver, which waiver may be delivered before or after the holding of said meeting. At such meeting, the amendment or amendments proposed must be approved by an affirmative vote of at least two-thirds (2/3) of all of the members present at said meeting in order for such amendment or amendments to become effective. Thereupon, such amendment or amendment of these Articles shall be transcribed and certified in such form as may be necessary to register same in the Office of the Secretary of State of Florida. At any meeting held to consider such amendment or amendments of these Articles of Incorporation, the written or electronic vote, as provided in the By-Laws of the Corporation, vote of any member of the Corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Corporation at or prior to such meeting.

ARTICLE XIII

The Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or to declare dividends, and no part of its net earnings shall inure to the benefit of any member, Director, or individual. The balance, if any, of all money received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for charitable, scientific, education and religious purposes.

ARTICLE XIV

In the event of the dissolution of this Corporation, or in event it shall cease to carry out the objects and purposes herein set forth, all of the business property and assets of the Corporation shall go to and be distributed to tax exempt non-profit charitable corporation(s) as may be selected by the Board of Directors of this Corporation, and in no event shall any of the assets or property of this Corporation, or the proceeds of any of the assets or property in the event of the dissolution thereof go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such member, or for any other such purpose.

IN WITNESS WHEREOF, we, the undersigned, do hereby make, acknowledge and file this charter the 26 day of August, 2009.

Gary Alvo, President

STATE OF FLORIDA)
)ss:
COUNTY OF MIAMI-DADE)

On this 26th day of August, 2009, before me personally came GARY ALVO as President of Bet Breira, Inc., who is personally known to me or who has produced ______________________ as identification.

MICHAEL C. SLOTNICK
Commission DD 828929
Expires November 3, 2012
Bonded Thru Troy Fain Insurance 800-385-7019

Michael C. Slotnick
Notary Public, State of Florida

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