

F24000002947

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

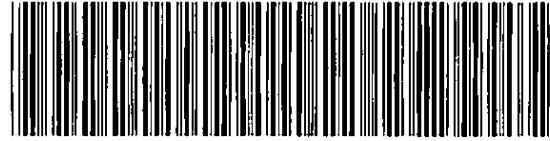
(Document Number)

Certified Copies _____ Certificates of Status _____

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K. Brumley



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 21, 2024

LAW MANDEL PLLC
820 W 41ST ST., STE. 204
MIAMI BEACH, FL 33140

SUBJECT: CONGREGATION AYSHEL AVRAHAM ISRAEL HERITAGE
FOUNDATION INC
Ref. Number: W24000045946

We have received your document for CONGREGATION AYSHEL AVRAHAM ISRAEL HERITAGE FOUNDATION INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The business name listed in line 1 of the application does not match the certificate. Also, you have submitted a Non-Profit Corporation application but according to the certificate provided it appears you are a DBA/Assumed Name filing in New York. If that is correct then this is the wrong application. What exactly are you trying to file with Florida?,

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) 245-6051.

KYLE D BRUMBLEY
Regulatory Specialist II Supervisor

Letter Number: 024A00006177

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Congregation Ayshel Avraham *ITC*
Name of Corporation – must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Status" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Judah Mandel
Name of Person
Law Mandel PLLC
Firm/Company
820 w 41st Street Suite 204
Address
Miami Beach/FL 33140
City/State and Zip Code
judah@lawmandel.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Judah Mandel 305 3105991
Name of Person at (Area Code) Daytime Telephone Number

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Congregation Ayshe Avraham **INC**

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 13-2755997
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07.08.2021 5. _____
(Date of Incorporation) (Date of duration, if other than perpetual)

6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 7100 West Camino Real Suite 302-20, Boca Raton, FL 33433
(Principal office street address)

(Current mailing address, if different)

8. House of Worship
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Farley Weiss

Office Address: 7100 West Camino Real Suite 302-20

Boca Raton, Florida 33433
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

DocuSigned by:

Farley Weiss

59E9DBC8B5414E6

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

2025/10/17 - 5 PM EDT

12. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

☐ Chairman Name: David Katz
☐ Vice Chairman Address: 7100 West Camino Real
☐ Director Ste 302-20
☒ President Boca Raton, FL 33433
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

☐ Chairman Name: Chaya Katz
☐ Vice Chairman Address: 7100 West Camino Real
☐ Director Ste 302-20
☐ President Boca Raton, FL 33433
☒ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

☐ Chairman Name: Shmuel Katz
☐ Vice Chairman Address: 7100 West Camino Real
☐ Director Ste 302-20
☐ President Boca Raton, FL 33433
☐ Vice President _____
☒ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other: _____ ☐ Other: _____

NOTE: Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

13. AF7DDECA988C4B3
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David Katz, President
 (Typed or printed name and capacity of person signing application)

CERTIFICATE OF INCORPORATION

of

CONGREGATION AYSHEL AVRAHAM

Under Article 10 of the Religious Corporations Law

Pursuant to Article 10 of the Religious Corporations Law, we, the undersigned, David Katz, President and Chaya Katz, Vice President Shmiel Katz, Secretary, hereby certify as follows:

1. A notice of meeting of the members of Congregation Ayshel Avraham, to determine whether Congregation Ayshel Avraham, previously incorporated in Rockland County on August 22, 1973 and recorded in the office of the County Clerk of Rockland County on the same date Should be removed and Reestablished in Nassau County, was duly given in compliance of Article 10 of The Religious Corporation Law, and such meeting was held in accordance therewith on the 7th day of July 2021 at Seven Thirty o' clock in the evening of said day at 1069 58th Street, Brooklyn, New York 11219.

2. David Katz, was the Presiding Officer at such meeting Chaya Katz and Shmiel Katz, were all present and voted thereat.

3. At such meeting it was determined to re-incorporate such entity.

4. The name of the entity shall be Congregation Ayshel Avraham.

5. The Principal place of worship shall be in Nassau County, 570 Oxford Road, Cedarhurst, New York 11516.

6. The objectives for which this corporation were formed are:

(a) To provide suitable place of worship to conduct prayer services and religious instruction study, which may include Jewish adult education classes, Jewish outreach programs, Jewish holiday programs, and Jewish children's educational programs and classes.

(b) To support the work of other institutions or organizations organized for the same or similar purposes.

(c) To help religious scholars in their research in the Talmud and to enable them to study Shas.

(d) To solicit, and collect and otherwise raise money for charitable, philanthropic, eleemosynary, religious educational and benevolent purposes, to expand, contribute, disburse and otherwise handle and dispose of the same for such purpose, either directly or by contributions to other agencies organizations or institutions organized for the same or similar purposes; to assist in harmonizing and making more efficient the work of charitable, philanthropic and educational benevolent organizations in any part of the United States, cooperating with and assisting such

organizations, and by receiving by gift, will, or otherwise, money or other property and by distributing it as may be deemed best for the promotion of charity, education and philanthropy in said territory; and to do any and all of the things necessary or proper in connection with or incidental to the forgoing .

(e) To engage in such other activities as shall be necessary and useful for the accomplishment of the above purposes, which may include operation of a soup kitchen, counseling services, hospital visits, or bereavement services.

(f) To engage in any lawful act or activity for which a religious corporation may be formed under the Religious Corporation Law.

(g) To own, operate, manage, acquire, or mortgage property, real and personal; or other wise engage in any allowable transaction in property, real or personal as shall be necessary and useful for the accomplishment of the purposes of the corporation.

7. The number of Trustees shall be three.

8. The name of the Trustee elected at such meeting to hold office to hold office until the first annual election is David Katz.

9. The name of the Trustee elected at such meeting to hold office to hold office until the second annual election is Chaya Katz.

10. The name of the Trustee elected at such meeting to hold office to hold office until the third annual election is Shmuel Katz.

11. The Trustees shall have the power and authority to hold an annual meeting of the Board of Trustees and may likewise hold special meetings as may be determined by the Board of Trustees. The date fixed by such meeting for the holding of the first annual election of Trustees of such corporation is the 7th of July 2022 and the 7th day of July each year thereafter.

12. Notwithstanding any other provision of this certificate of incorporation, the Congregation is organized for one or more of the purposes specified in 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Internal revenue Code") and shall not carry on any activities not permitted to be carried on by (a) corporation exempt from federal income tax under 501(c)(3) of the Internal revenue code or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code.

13. No substantial part of the activities of the congregation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Section 501(h)), and the Congregation shall not participate or intervene in (including the publication and distribution of statements) any political campaign on behalf of or in opposition of any candidate to public office.

14. No part of the net earnings of the corporation shall inure any benefit to any 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 upon dissolution of the corporation.


15. In the event of any dissolution, all of the remaining assets and the property of the corporation shall after necessary expenses thereof be distributed to such organizations as shall qualify under *Section 501 (c) (3) of the Internal Revenue code of 1986*, as amended, or corresponding provisions of any subsequent federal tax laws (the "Internal Revenue code") or to another organization to be used in such a manner as in the judgment of Justice of the Supreme Court of the state of New York will best accomplish the general purposes for which this corporation was formed.

16. In any taxable year in which the Corporation is a private foundation as described in section 509(a) of the Internal Revenue Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4944 of the Internal Revenue Code, (b) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, (c) make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code, or (d) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

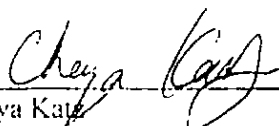
17. The names of the members who were present are as follows: David Katz, Chaya Katz and Shmuel Katz.

18. All of said Members are of full age and are all residents of the State of New York.


19. We sign our names this 12th day of July in the year two thousand and twenty one.



David Katz



Chaya Katz



Shmuel Katz

STATE OF NEW YORK)
COUNTY OF KINGS) ss.:

On the 12th day of July in the year 2021, before me, the undersigned, a notary public in and for said state, personally appeared David Katz, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) acted, executed the instrument.



Notary Public

STATE OF NEW YORK)
COUNTY OF KINGS) ss.:

On the 12th day of July in the year 2021, before me, the undersigned, a notary public in and for said state, personally appeared Chaya Katz, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) acted, executed the instrument.



Notary Public

STATE OF NEW YORK)
COUNTY OF KINGS) ss.:

On the 12th day of July in the year 2021, before me, the undersigned, a notary public in and for said state, personally appeared Shmuel Katz, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) acted, executed the instrument.



Notary Public

AARON CALLER
Notary Public, State of NY
No. 01CA6384860
Qualified in Rockland County
Comm. Expires 12/24/2022

AARON CALLER
Notary Public, State of NY
No. 01CA6384860
Qualified in Rockland County
Comm. Expires 12/24/2022

AARON CALLER
Notary Public, State of NY
No. 01CA6384860
Qualified in Rockland County
Comm. Expires 12/24/2022

STATE OF NEW YORK
COUNTY OF NASSAU
COUNTY CLERK'S OFFICE }

SS: NC 21 000032

I, MAUREEN O'CONNELL, County Clerk of the County of Nassau and
the Supreme and County Courts, Courts of Record thereof,

DO HEREBY CERTIFY, that I have compared the annexed with the
original

RELIGIOUS CORP

FILED AND ENTERED in my office 5/29/24 and the same is a true
transcript thereof and of the whole of such original.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the official seal of said County at Mineola, N.Y. this 29th day of MAY, 2024.

Maureen O'Connell
County Clerk