

F980000005060

(Requestor's Name)

(Address)

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10 MAR 15 PM 12:15

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CC
@ 3/14/10

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AMERICAN RED MAGEN DAVID FOR ISRAEL, INC.
Name of Corporation

DOCUMENT NUMBER: F98000005060

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Megan Parker
Name of Contact Person

Copilevitz & Canter, LLC
Firm/Company

310 W. 20th Street, Suite 300
Address

Kansas City, MO 64108
City/State and Zip Code

mparker@cckc-law.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Megan Parker at (816) 472-9000
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

COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

310 W. 20TH STREET
SUITE 300
KANSAS CITY, MISSOURI 64108
(816) 472-9000 • FAX (816) 472-5000

March 10, 2010

Irene Albritton
Amendment Section
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

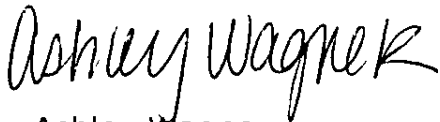
RE: American Friends of Magen David Adom
Document #: F98000005060

Dear Ms. Albritton,

Per our conversation this morning, please find the documents originally filed with your office. It is my understanding that the filing fee has been credited to this account.

I greatly appreciate your assistance in this matter. If you have any further questions, please do not hesitate to contact me.

Very Truly Yours,



Ashley Wagner
Legal Assistant
For the Firm

RECEIVED
2010 MAR 15 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 4, 2010

MEGAN PARKER
COPILEVITZ & CANTER, LLC
310 W. 20TH STREET - SUITE 300
KANSAS CITY, MO 64108

SUBJECT: AMERICAN RED MAGEN DAVID FOR ISRAEL, INC.
Ref. Number: F98000005060

We have received your document for AMERICAN RED MAGEN DAVID FOR ISRAEL, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 610A00005398

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on February 12, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State



DEC-08-2004 16:31

SOKOLOW CARRERAS LLP

212 935 4865

P.02/05

F 041210000 170

RESTATED CERTIFICATE OF INCORPORATION

OF

AMERICAN RED MAGEN DAVID FOR ISRAEL

Under Section 805 of the Not-for-Profit Corporation Law

FIRST: The name of the corporation is American Red Magen David for Israel. The name under which the corporation was formed is: American Red Magen David For Palestine, Inc.

SECOND: The certificate of incorporation of the corporation was filed by the Department of State on October 4, 1940.

THIRD: The corporation was formed under the Membership Corporation Law. _____

FOURTH: The corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law.

FIFTH: The corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law.

SIXTH: The amendments of the certificate of incorporation of the corporation effected by this restated certificate is to change the name of the corporation and to designate the address to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation.

SEVENTH: To accomplish the foregoing amendment, Articles 1 of the certificate of incorporation of the corporation, relating to name of the corporation, and Article 6 of the certificate of incorporation of the corporation, relating to the address to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation are hereby amended to read as set forth in the same numbered article(s) of the certificate of incorporation of the corporation as hereinafter restated.

EIGHTH: The restatement of the certificate of incorporation of the corporation herein provided for was authorized at a meeting of the Board of Directors at which a quorum was present, by the vote of a majority of the entire Board of Directors, the corporation having no members entitled to vote on said restatement.

NINTH: The text of the certificate of incorporation of the corporation is hereby restated as amended or changed herein to read as follows:

1

"FIRST: The name of the corporation shall be American Friends of Magen David Adom.

SECOND: The corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law.

THIRD: Its purposes are:

To solicit, collect and otherwise raise money for the purchase of medical and surgical supplies and equipment for the benefit of the people of Israel, regardless of race, creed or color, and to expend, contribute, disburse and otherwise handle and dispose of such money for such purposes and to administer and distribute such supplies and equipment either directly or by contribution to or through individuals or other agencies, organizations or institutions, organized for the same or similar purposes.

To solicit, collect and otherwise raise money for the establishment, maintenance of hospitals, dispensaries, clinics, first aid stations, ambulance units and air-raid shelters in Israel for the benefit for the people of Israel, regardless of race, color or creed, and to expend, contribute, disburse and otherwise handle and dispose of such money for such purpose, and to administer and distribute such monies either directly or by contribution to or through individuals or other agencies, organizations or institutions organized for the same or similar purposes.

To establish, supervise and maintain in Israel dispensaries, first aid stations, ambulance units and air-raid shelters for the benefit of the people of Israel, regardless of race, creed or color, either directly or by contribution to or through individuals or other agencies, organizations or institutions organized for the same or similar purposes.

By itself and in cooperation with other individuals or organizations to work for the alleviation of the privations, suffering and needs of the people of Israel, and to bring to the attention of the people of the United States the existence of such privations, suffering and needs, and to collect, solicit, and otherwise raise money for the relief and rehabilitation in said Israel of its people, and to expend, contribute, disburse and otherwise handle and dispose of such money for such purposes and to administer and distribute such money either directly or by contribution to or through individuals or other agencies, organizations or institutions organized for the same or similar purposes.

To solicit, collect and otherwise raise money for charitable, philanthropic, eleemosynary and benevolent purposes in Israel and to expend, contribute, disburse and otherwise handle and dispose of such money for such purposes and to administer such money and distribute the same either directly or by contributions to or through individuals or other agencies, organizations or institutions organized for the same or similar purposes.

2

To acquire or receive by gift, grant, bequest, devise or otherwise, real and personal property of every nature and description and wheresoever situated, and to hold, deal and dispose of the same, or the income and proceeds thereof, in such manner and in such form and to such extent as may be necessary to carry out the purposes and objects of the corporation, within the limits allowed by law.

To do any and all of the things herein set forth, and in addition such other acts and things as may be necessary or convenient to attain the purposes of this corporation or any of them to the same extent as natural persons lawfully might or could do in any part of the world.

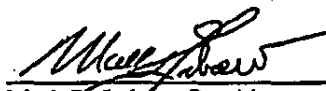
The foregoing clauses shall be construed both as objects and purposes and it is herein expressly provided that the foregoing enumeration of specific objects and purposes shall not be held to limit or restrict in any manner the powers of the corporation:

FOURTH: The county in which its office is to be located is New York

FIFTH: The number of its directors shall not be less than three or more than twenty-four.

SIXTH: The Secretary of State is designated as agent of the corporation upon whom process against the corporation may be served. The post office address of the corporation within the State of New York to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is as follows: 888 Seventh Avenue, Suite 403, New York, New York 10106."

Signed on December 8, 2004


Mark D. Lebow, President

7041210000170

2004 DEC 10 AM 8:57

RESTATED CERTIFICATE OF INCORPORATION

OF

AMERICAN RED MAGEN DAVID FOR ISRAEL

Under Section 805 of the Not-for-Profit Corporation Law

RECEIVED

2004 DEC -9 AM 11:01 2004 DEC -6 PM 2:14

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STATE OF NEW YORK
DEPARTMENT OF STATE

DEC 10 2004

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TAXS
BY

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my

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SOKOLOW DUNAUD MERCADIER & Carreras LLP
6th Floor
770 Lexington Avenue
New York, NY 10021-8165

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