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FLORIDA NON-PROFIT CORPORATION

NOREEN GORDON SABLITSKY FAMILY SUPPORTING FOUNDATION

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ARTICLES OF INCORPORATION

OF

Noreen Gordon Sablotsky Family Supporting Foundation, Inc.

a Florida not for profit corporation

FIRST: The name of the Corporation shall be the Noreen Gordon Sablotsky Family Supporting Foundation, Inc. (hereinafter the "Corporation"),

SECOND: The initial registered office of the Corporation is 4200 Biscayne Boulevard, Miami, FL 33137, in the county of Dade, state of Florida, and its incorporator and initial registered agent at that address is Robert A. Seltzer. The principal business address shall be the same.

THIRD: The Corporation is organized and shall be operated exclusively for charitable, educational or religious purposes within the meaning of Section 501 (C)(3) of the Internal Revenue Code of 1986 as amended (the "Code") by conducting or supporting activities for the benefit of, to perform the functions of, or to carry out the purposes of the Greater Miami Jewish Federation (hereinafter the "Federation") and its agencies. In addition, it may also from time to time make distributions to other entities qualified for tax-exempt status under Section 501(c)(3) of the Code and that further the exempt purposes of both the Corporation and the Federation. If the Federation ceases to be a "qualified organization", (a qualified organization is any organization described in Section 501 (c)(3) and Sections 509 (a)(1) or (a)(2) of the Code , as amended, the Corporation shall be operated exclusively for the benefit of, to perform the function of, or to carry out the purposes of one or more qualified organizations as shall be selected by the Board of

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Directors of the Corporation that further the exempt purposes of both the Corporation and the Federation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation thereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal and income therefrom or distribute the same for the above purposes.

FOURTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's Directors, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No Director or officer, however, shall be entitled to compensation for services rendered.

FIFTH: It is intended that this Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the code, and which is other than a private foundation by reason of being described in Section 509(a)(3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from Federal income tax under Section 501(c)(3) of the Code. Further, the Corporation shall not

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Any Federation Director may, at any time, be removed with or without cause by the Board of Directors of the Federation. A vacancy among the Federation Directors may be filled temporarily, by the remaining Federation Directors, and permanently appointed by the Board of Directors of the Federation. A vacancy among the "FAMILY Directors" shall be filled by appointment in a timely manner by the remaining family Directors. The Foundation Directors may at any time agree to increase or decrease the total number of Directors (up to fifteen (15) provided that (a) a majority of the Federation and Family Directors approve the change and (b) there remains at least one more member of the Federation Directors than of the Family Directors.

SEVENTH: The affirmative vote of two-thirds of the Directors shall be required to adopt or approve the following actions:

- (i) Liquidation or dissolution of the Corporation;
- (ii) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- (iii) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or Bylaws of the Corporation or adoption of new Articles of Incorporation or Bylaws.
- (iv) Change in the number of Directors.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved.

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EIGHTH: Except as provided in Article SEVENTH the affirmative vote of a majority of the Directors shall be required for the authorization or taking of any action by the Directors.

NINTH: There will not be any members of the Corporation.

TENTH: Upon the dissolution of the Corporation, the Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets of the Corporation to the Federation; if it is then a qualified organization. If the Federation is not a qualified organization, then the assets of the corporation shall be distributed in such manner as the Corporation's Directors shall determine, but only to qualified organizations. If a qualified organization cannot be agreed upon by the Directors, the Directors shall transfer all of the assets of the Corporation to a court of competent jurisdiction for disposition.

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IN WITNESS WHEREOF, I have hereunto subscribed my name at Miami, Florida,
this 5 day of January, 2001.



Robert A. Seltzer

A Florida Not for Profit Organization

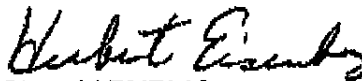
By:

Attest:

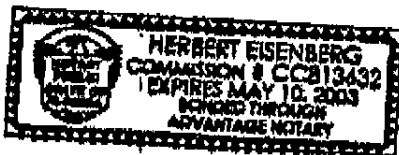
STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above taking acknowledgements, personally appeared, as incorporator, who stated that he is the incorporator, of the corporation named in the foregoing instrument and that he executed the same for the purposes therein stated.

WITNESS my hand and official seal in Dade County, Florida this
5th day of Jan, 2001.



NOTARY PUBLIC
State of Florida at Large



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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position, as Registered Agent.



Robert A. Seltzer, Registered Agent

Date:

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