N01000004779

Charter Number Only

VALIDATION ONLY

Glenn J. Garrett
Requestor's Name
6950 Cypress Rd. #101
Address
Plantation, FL 33317
City State ZIP Phone
954-792-5400

CORPORATION(S) NAME

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUL -9 AM 9:42

NOT WRITTEN
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

The George Shuster Foundation, Inc.

400004463874
-07/09/01--01042--007
*****78.75 *****78.

(X) Profit
(X) NonProfit
( ) Amendment
( ) Merger
( ) Foreign
( ) Dissolution
( ) Mark
( ) Limited Partnership
( ) Annual Report
( ) Other
( ) Reinstatement
( ) Reservation
( ) Change of Registered Agent
(X) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal
( ) Call When Ready
( ) Call If Problem
( ) After 4:30
(X) Walk In
( ) Will Wait
(X) Pick Up
( ) Mail Out

FILED
01 JUL -9 PM 12:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Name Availability	7/9
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified Copy

Empire Toll Free: 1-800-432-3028

Articles of Incorporation of The George Shuster Foundation, Inc., a Florida Not For Profit Corporation

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

FILED
01 JUL -9 PM 12: 16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I

The name of the corporation is The George Shuster Foundation, Inc.

Article II

The corporation shall have perpetual duration.

Article III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purpose for which this corporation is formed is to benefit various Jewish Charities, by the distribution of its funds for those purposes, as determined from time to time by the Board of Directors of the George Shuster Foundation. The George Shuster Foundation shall have the authority, among such other powers as may be conferred upon it, to take and hold property absolutely, to administer and invest same, and to devote the income therefrom, to the objects and purposes of the corporation, which shall in general scope be to benefit various Jewish Charities as determined by the Board of Directors.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Article IV

The corporation shall have no members other than the persons constituting the board of directors from time to time. The Board of Directors, as it may be constituted at any time, shall be the members of the Corporation and may take any action which is permitted or required to be taken by members of a Corporation not for profit under Florida law by the affirmative vote of a majority of the entire Board, without the necessity of any prior action by the Board which would have otherwise been required by law for such action if there were a separate membership entitled to vote on such action.

Article V

The street address of the initial registered office of the corporation is 6950 Cypress Road, Suite 101, Plantation, Florida 33317. The name of its initial registered agent at that address is Glenn J. Garrett.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than one and no greater than three; provided, however, that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The Directors named here as the first board of directors shall hold office until the first meeting of directors, to be held on June 30, 2001, at 10:00 a.m., at 6950 Cypress Road, Suite 101, Plantation, Florida 33174, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one year until the second annual meeting of Directors following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 10:00 a.m., on the first Monday in June of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Residential Address
Jack Shuster	1840 Frontage Road, #1006, Cherry Hill, New Jersey 08034
Gail Norry	1224 Tockington Court, Rydal, Pennsylvania 19046
Elliot Norry	1224 Tockington Court, Rydal, Pennsylvania 19046

Article VII

The name and address of each incorporator are:

Name	Address
Jack Shuster	1840 Frontage Road, #1006 Cherry Hill, New Jersey 08034

Article VIII

The board of directors shall elect the following officers: President, Secretary and Treasurer and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers: Jack Shuster, President, Gail Norry, Secretary and Elliot Norry, Treasurer.

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

Article XI

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for educational or charitable purposes which shall in general benefit various Jewish Charities and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article XII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on June ____, 2001.

JACK SHUSTER

STATE OF NEW JERSEY)
COUNTY OF Camden

THE FOREGOING INSTRUMENT, was acknowledged before me by JACK SHUSTER, who is personally known to me or who has produced his Driver's Licenses as identification and who did take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 20th day of June, 2001.

Notary Public
Typed Name: Barbara V. Merrill
Commission No.
My Commission Expires 8/8/01

(Seal)

BARBARA V. MERRILL
Notary Public State of New Jersey
My Commission Expires Aug. 8, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, OF THE FLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST - That **THE GEORGE SHUSTER FOUNDATION,** a Florida not for profit Corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at CITY OF PLANTATION, STATE OF FLORIDA, has named GLENN J. GARRETT, who is located at 6950 Cypress Road, Suite 101, Plantation, Florida, 33317, as its agent to accept service of process within Florida.

Jack Shuster, President

Date: June 26, 2001.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I HEREBY AGREE to act in this capacity, and I FURTHER AGREE to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

BY:
Glenn J. Garrett
Registered Agent

Date: June 30, 2001.

FILED
01 JUL -9 PM 12: 16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

C:\CLIENTS\SHUSTER\DESIGNAT.RA