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**FLORIDA NON-PROFIT CORPORATION**

**BET YOSEF INSTITUTE OF TORAH INC.**

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**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
**Secretary of State**

August 24, 2001

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

BET YOSEF INSTITUTE OF TORAH INC.

*A Florida Corporation not for profit.*

ARTICLE ONE - NAME

The name of the corporation shall be:

BET YOSEF INSTITUTE OF TORAH INC.

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ARTICLE TWO - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE - PURPOSE

1. To obtain funds for helping the democratic education.
2. To keep inform all members of this activities by publishing a periodic bulletin.
3. Any other charitable and philanthropies activities organized by the Board of Directors.

\* The principal office of the corporation shall be located at:

1825 Ponce de Leon Blvd., Suite 310  
Coral Gables, FL 33134

ARTICLE FOUR - MEMBERS

Initial Directors of the corporation shall be the initial members of the corporation.  
Qualifications of new members and the manner of their admission shall be as prescribed in the Bylaws.

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**ARTICLE FIVE - DIRECTORS**

The number of Directors shall be three (3).

The Directors shall be selected for the terms and in the manner set forth in the Bylaws.

The name and address of the persons who are to serve as the initial Board of Directors of the Corporation, and who shall serve as Directors until the first election or selection thereof, are as follows:

<u>Name</u>	<u>Address</u>
Juan A. Garrandes	905 Fairway Drive Miami Beach, FL 33141
Gregory J. Killian	201 Marksbird Circle Suite # 6 Louisville, KY 40222
Manuel Torres	19810 N.W. 39 Avenue Miami, FL 33055

**ARTICLE SIX - OFFICERS**

The affairs of the Corporation are to be managed by a President, a Vice-President, a Secretary, a Treasurer and Assistance Treasurer and such officers as may be deemed necessary by the Board of Directors. Such officers shall be elected by the Board of Directors at the first meeting of the Board of Directors in the month of January of every, and will have the functions and duties set forth in the Bylaws.

The name of the officers who are to serve until the first election under these Articles are as follows:

<u>Name</u>	<u>Title</u>
Juan A. Garrandes	President
Gregory J. Killian	Vice-President
Manuel Torres	Secretary

### ARTICLE SEVEN - POWERS

The Corporation shall have the following powers:

1. All the powers granted to corporations not for profit by Section 617 of the Florida Statutes, and all other further powers that Florida Statutes may grant in the future to such corporations.
2. To acquire, receive, purchase, take by gift, grant, devise, bequest, or otherwise, real, personal, and mixed property of every kind and description, wheresoever the same may be situated and with out limit as to amount, including, without limiting the generality of the foregoing, money, lands, buildings, mortgages, shares, stocks, debentures, or other securities of any donor, bills, notes, claims, or any evidence of indebtedness and any interest in any property which may be necessary or convenient for the conduct of its business, to hold, invest, reinvest, use, mortgage, pledge, sell, lease, assign, give, exchange, transfer, or otherwise dispose of the same pleasure; to borrow money of any person, firm, or corporation and to issue notes or obligations of the corporation from time to time for any of the objects or purposes of the corporation and secure the same by lawful means; to enter into, make, perform and carry out contracts of any kind or nature for any of the objects or purposes of the corporation without limit as to amount; and to have one or more offices to carry on all or any of the operations and the exercise of any powers of the corporation.
3. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth and to the same extent as natural persons might or could do, either alone or through the agency of other corporations, organizations, foundations, institutions, governmental bodies or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, and to do all things not forbidden by the laws of the United States, State of Florida, or any state where this corporation is duly qualified, and with all the powers conferred upon corporations by the laws of said states.
4. Nothing herein contained shall be deemed to authorized the corporation to engage in any activity or activities which are contrary to the Florida law on Corporation not for profit.

**ARTICLE EIGHT - BYLAWS**

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as it may be deemed necessary from time to time.

The Bylaws may be altered, amended or replaced by the Board of Directors by a majority vote of those present at any regular or special meeting of the Board of Directors.

**ARTICLE NINE - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended at a regular meeting of the Board of Directors by a two-thirds majority vote of all Board members, provided written notice of intention to submit such amendment or amendments and a copy of the proposed amendment or amendments has been mailed to all Board members at least ten days prior to such meeting.

**ARTICLE TEN - OFFICE AND REGISTERED AGENT**

The initial registered office of the corporation is 905 Fairway Drive, Miami Beach, FL 33141 and the registered agent is Juan A. Garrandes at the same address.

**ARTICLE ELEVEN - INCORPORATORS**

The name and address of the subscribers of these Articles of Incorporation are:

Juan A. Garrandes	905 Fairway Drive Miami Beach, FL 33141
Gregory J. Killian	201 Marksbird Circle Suite # 6 Louisville, KY 40222
Manuel Torres	19810 N.W. 39 Avenue Miami, FL 33055

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

Pursuant to the provision of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

**BET YOSEF INSTITUTE OF TORAH INC.**

desiring to organize under the Laws of the State of Florida with its principal place of business in the City of Miami Beach, County of Miami-Dade, State of Florida, has named Juan A. Garrandes located at 905 Fairway Drive as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named 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.

Dated this 23 day of August, 2001.

Resident and Registered Agent

  
Juan A. Garrandes

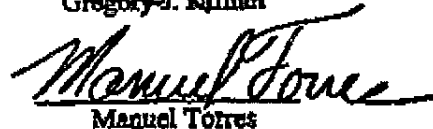
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IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 22 day of Aug, 2001..

  
Juan A. Garrandes

  
Gregory J. Killian

  
Manuel Torres

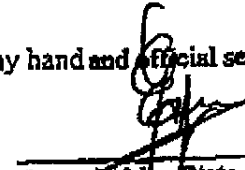
STATE OF FLORIDA )

) SS:

COUNTY OF DADE )

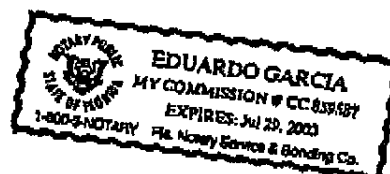
On this 23 day of Aug, 2001, Before me, a notary public, personally appeared Juan A. Garrandes, Gregory J. Killian, Manuel Torres, known to me and known by me to be the persons whose names are subscribed to the within instrument, and they acknowledge that they executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
Notary Public, State of Florida  
At Large

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My Commission Expires:



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